# MARVEL MASTERWORKS
# THE FANTASTIC FOUR
## VOLUME 23

**THE FANTASTIC FOUR** Nos. 251-257, ANNUAL No. 17,
THE AVENGERS No. 233 & THE THING No. 2
JOHN BYRNE

MARVEL MASTERWORKS

PRESENTS

# THE Fantastic Four

VOLUME 23

COLLECTING

THE FANTASTIC FOUR Nos. 251-257,
ANNUAL No. 17, THE AVENGERS No. 233
& THE THING No. 2

JOHN BYRNE

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# MARVEL MASTERWORKS
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The Avengers No. 233 & The Thing No. 2

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JOHN BYRNE
1983

# MARVEL MASTERWORKS

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# INTRODUCTION
## BY AL MILGROM

The volume you see in front of you is, primarily, a testament to the vast creative abilities of John Byrne. Writer, penciler, inker, creator. He has had one of the most celebrated careers in the history of the comics industry. This is not hyperbole. Merely fact.

I'd like to start off by telling you how I, single-handedly made, or at least saved, the career of John Byrne. This is a story not known to John but it is absolutely true.

In the early 1970s there was a huge influx of talent into the comics industry. After a long, slow downward sales spiral began in the 1950s, things were beginning to turn around thanks in no small part to the creative outpouring engineered by Stan Lee, Jack Kirby and a small handful of other stalwarts at Marvel in the 1960s. These dynamos created a vast amount of material and by the 1970s a deep well of creative types who had grown up reading the Marvel books were now ready and eager to take their places beside the established talent. They came from all corners of the country, typewriters or drawing boards in hand and sought employment at Marvel. Roy Thomas, Denny O'Neil, Chris Claremont, Neal Adams, Jim Steranko, Herb Trimpe, a bunch of guys from Michigan such as myself, Rich Buckler, Mike Nasser, Terry Austin and of course, Jim Starlin… the list goes on.

And there were also a handful of folks who wended their way down from our neighbor to the north. Foremost among these Canadians was, of course, John Byrne. I had been aware of John because he'd done some interesting work for Charlton comics, plus he was buddies with my pal Roger Stern.

One day I was visiting Marvel's offices and wandering around the Bullpen waiting to turn in or pick up some work when an editor came in holding a bunch of original art in his hands and ranting and raving. Clearly he was unhappy about something. "What's wrong?" I asked sympathetically. "Have you seen this? It's terrible! One of the worst art jobs I've ever seen! How is this guy getting work here?" I pried the pages from his hands and took a look. It was an early Iron Fist story penciled by none other than John Byrne. Now, I'm not sure why it was any of the editor's business. He wasn't the writer on the title or even the editor. But he was a pretty powerful writer/editor at the company at that time and it's not inconceivable that if he disliked someone's work that much that he might have been able to get them fired.

I asked him what he didn't like about it and he told me the drawing was too cartoony, the faces flat and two-dimensional. I looked through it and acknowledged that I could see his point but, I said that this was the work of a relatively new artist and showed him how tight the pencils were, how good and dynamic the storytelling was. I felt he should give this Byrne guy a chance to develop a little before he condemned him to the scrap heap of failed cartoonists. The faces will improve with time and in the meantime, the inkers will help the work along and give them a nice professional polish. As for John's work being too cartoony, I pointed out that that's what the folks over at DC Comics had said about Kirby and Ditko before they started to realize that Marvel's sales were eclipsing their own. He settled down a bit and conceded that the action and storytelling were pretty good. He'd been so focused on the faces that he hadn't really taken note of that fact. Mollified, he put down the pages and wandered off to do whatever it was he was there for. Disaster averted. A career saved. John Byrne would live to draw another day.

And so Marvel was Byrned!

And he Byrned brightly indeed. John had a nice run on Iron Fist with Chris Claremont and the two of them eventually went on to team up on the newly revived X-Men title. Their collaboration was one of the best and longest running successes in comics. It was groundbreaking work and wildly popular. It became Marvel's bestselling title by far, outstripping even their flagship titles *The Fantastic Four* and *The Amazing Spider-Man*. Joining Chris and John on this title was inker extraordinaire and all-around good guy, Terry Austin. I may have at least been indirectly responsible for kicking off his career as well but that's a story for another time. Terry's distinctive, tight and very detailed inking style helped embellish any penciler he was teamed with and that was especially true in the case of John's work. It was a match made in heaven, which along with Chris's evocative, character-driven stories, made for a near-perfect confluence of fan-favorite elements.

So John went on to a spectacular run of penciling and became one of the bonafide superstars of the industry. I was enjoying a modestly successful career as a penciler and inker and very rarely as a writer. At some point I was offered an editorial job at our Distinguished Competition and, curious about life on the other side of the desk, accepted it. This stint lasted only one year before the infamous DC Implosion caused the company to dismiss a lot of their staff. Back to Marvel I hiked, hoping to return to the good graces of the company as a freelancer. By this time Jim Shooter was the editor-in-chief and, to my surprise, he offered me an editorial position.

Marvel had long been a one editor company but they had expanded so rapidly that keeping things running on time had become a logistical nightmare. Jim's solution to that problem was to form an editorial staff with an editor-in-chief overseeing editors and their assistants, each assigned to a handful of titles instead of one editor-in-chief trying in vain to handle it all. The moneymen resisted at first, blanching at the thought of paying for several new staff positions, but in the long run Jim convinced them that they'd more than make up the difference by getting the books on schedule and no longer having to pay the enormous late fees and overtime costs that resulted when books missed their shipping deadlines. It also meant the company would no longer be plagued by having to substitute last-minute reprint issues when a book fell behind schedule. So I happily accepted the position and they were kind enough to not only pay me for editing but allowed me to continue doing as much freelance as I could handle as well.

And in due time they asked if I'd be interested in editing *Fantastic Four*. I was stoked. Shepherding John, one of the best talents of the day arguably at the height of his powers. Well, they didn't have to ask me twice.

Like many, *FF* #1 was the first Marvel comic I ever read. I didn't know from Stan or Jack and in fact I kinda hated that first issue. It looked, unsurprisingly, like one of Marvel's monster comics that had kept the company afloat during the lean years of the late 1950s. One of the characters, the Thing, was *literally* a monster and the rest of them were breaking and burning stuff. They had no costumes. They weren't anything like the noble caped heroes I was used to. And like their precursors in Marvel's monster mags, they faced an adversary, the Mole Man, who commanded an army of hideous underground creatures. I was underwhelmed.

The next *FF* comic I acquired was issue #3. Sue Storm had designed and sewn some uniforms so they looked like a team of super heroes. They traveled in a cool flying "bathtub" called the Fantasticar, which could carry them as a team or split up into four individual units to transport each one separately. And they got a borderline interesting super villain called the Miracle Man who sent…yes, yet another giant monster to attack the city. The FF deduced the Miracle Man was merely a master hypnotist and defeated him. I found the book considerably more interesting than the first issue. I resolved to pick up future issues. Marvel had very spotty distribution in those days so the next issue I managed to find was #6. This one teamed up Doctor Doom with the Sub-Mariner

to fight the FF. What?! Who were these guys?! I had to find out. This issue had more action and excitement than perhaps any comic I had ever read. I was hooked—hooked for life! Eventually I found copies of issue #4, re-introducing the Sub-Mariner, and issue #5, introducing the sinister Doctor Doom, who would go on to become the FF's longtime nemesis and, perhaps, their greatest adversary.

Once Stan and Jack really got their sea legs and got comfortable with the super hero genre, this book and the many that followed really began to shine. The thing (no pun intended) about *Fantastic Four* was that not only did it feature awesome super hero action fighting awesome super villains but in their inimitable fashion Stan and Jack added elements of personality and interpersonal relationships that had never been seen in super hero comics before. The characters were a family and they acted like a family. They generally got along but not always. The Torch and Thing were always at each other's throats, teasing and squabbling over petty disagreements. This often led to scorched furniture and shattered walls in a slightly exaggerated approximation of warring siblings that could be found in any normal household in America.

An intriguing element of the early *FF* and other Marvel books was the omnipresence of guest stars. Virtually all the super heroes lived and worked in and around New York City. It was inevitable that they would bump into one another and bump they did! Whereas DC would have the rare crossover in their books, excepting the monthly adventures of the Justice League of America, at Marvel things were different. Any random issue was liable to have our heroes meeting up and it became virtually a meme (before such things existed) that they would have some sort of misunderstanding and come to blows. Perhaps the only thing better than seeing the good guys fight the bad guys was to have the good guys fight other good guys. They'd always realize their mistakes and settle things amicably, but not before we readers got a nice dose of action. Down the line, the villains got bigger and badder with the Silver Surfer, who was cosmically powered but only a herald to the ultimate big bad…Galactus, a being who literally devoured planets and looked on the inhabitants of Earth as mere insects.

So that was the formula. Super hero action on a scale never before seen in comics, coupled with the down to earth characters who despite their superhuman powers still had the everyday emotions and concerns of normal people. The Thing and Torch may have had their spats but at the end of the day, when push came to shove (and there was plenty of that going on) they always had each other's back.

Back to our man of the hour: John Byrne. John had had his stints on *Iron Fist*, *Captain America* and rose to superstardom on *The X-Men*. But in the comics industry in those days some things were changing. For one, although the norm still involved a writer and penciler teaming up to create the magic, there were also a number of talented artists who began to write their own stories. Guys like Jim Steranko, Jim Starlin, Frank Miller and Walter Simonson. They were comic book auteurs, and, like the writer/directors who abounded in the movie industry, they often produced the very best work. By 1981, Byrne felt it was his time to tell his own stories and the book he chose to do it on was *The Fantastic Four*.

Around this same time another major change had taken place in the comics industry. In response to DC's escalating competition and their creator incentive plan, Marvel had instituted an incentive plan of its own wherein creators would share in the profits based on sales of the books in an effort to keep the best talent. This was an astounding shift in company policy. Writers, pencilers and inkers could, for the first time, make extra money if their books sold well. In some cases, much more than they were paid for their basic page rate. In the best cases *many* times what their page rate was.

So when John was offered the chance to do *FF*, he chose to not only write and pencil the book but to ink it as well. John was one of those rare and amazing talents who had an opaque projector in his head (not literally, of course). His vision of what he wanted to put on the page was so clear that he could do relatively loose layouts and then proceed to ink them unto completion. Essentially it took him the same amount of time to do finished inked pages as it would have taken him to do tight pencils. This meant he could get the incentive payments for all three disciplines: writing, penciling and inking. Plus, he got to display them on Marvel's flagship title.

Now, I've got to tell you John did a pretty spectacular job. The plots were great, the penciling was great and the inking…well honestly, it was the weakest of his skillsets (by his own admission). Oh, he worked at it diligently, doing tight, fine line rendering with what appeared to me to be mechanical drawing pens. These were generally used for ruling lines and doing backgrounds. John hadn't done a tremendous amount of inking using the traditional pen and brush implements and found it quicker and easier to use these instead. He made it work pretty well. But as time went on, he decided to use bolder utensils and with *FF* #255 switched over to doing his pages larger at "twice up" size (twice the final print size) like they were originally done in the Golden Age of Comics. Apparently, he felt this would help the work go faster. So his lines got bolder and a bit…mushier. Adding to the problem was the fact that the extra-large originals had to be reduced down on the office photostat machine to accommodate the engraver and printer's equipment. This duplication and reduction made the results less crisp. But the storytelling was still clear and the dynamic action as powerful as ever.

In the stories you now hold, John led us on a wondrous ride continuing what the FF always did best. Spectacular cosmic adventures and fraught family drama. He sends them into the Negative Zone where they have encounters with strange alien races. John is a big fan of the original *Star Trek* and I think it shows here. When they return to Earth, he does a terrific and chilling story in *FF Annual* #17 where Sharon Selleck gets caught up in a plot worthy of Stephen King. And in the longer Annual format, he takes about sixteen pages to set the whole thing up, which really allows the suspense to build. No super hero action for that stretch, but I was on the edge of my seat wondering where the whole thing was going. By the conclusion, John has solved a mystery that had been aborning since *FF* #2 in the early 1960s.

Byrne had a run of over sixty issues on *FF*. As if this wasn't enough, in 1983, he also launched *Alpha Flight*, starring the group of Canadian super heroes spun off from *The X-Men*, and John, incredibly wrote, penciled and inked this feature *concurrently* with *Fantastic Four*. It was a huge success and he stayed on that book for about thirty issues.

It was great having a ringside seat to it all. Now, turn the page and experience the work of a creator firing on all cylinders.

– Al Milgrom
**2021**

*In his 50-year-long comic book career, Al Milgrom has mastered just about every discipline in the field, earning acclaim as a writer, penciler, inker and editor. Notable credits include his work as artist on* Captain Marvel, *Guardians of the Galaxy in* Marvel Presents, Kitty Pryde and Wolverine, The Avengers, West Coast Avengers *and* Secret Wars II. *He both wrote and drew* The Spectacular Spider-Man. *Milgrom has edited numerous celebrated titles, including the much loved* Marvel Fanfare *anthology series.*

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# Fantastic Four®

THE WORLD'S GREATEST COMIC MAGAZINE!

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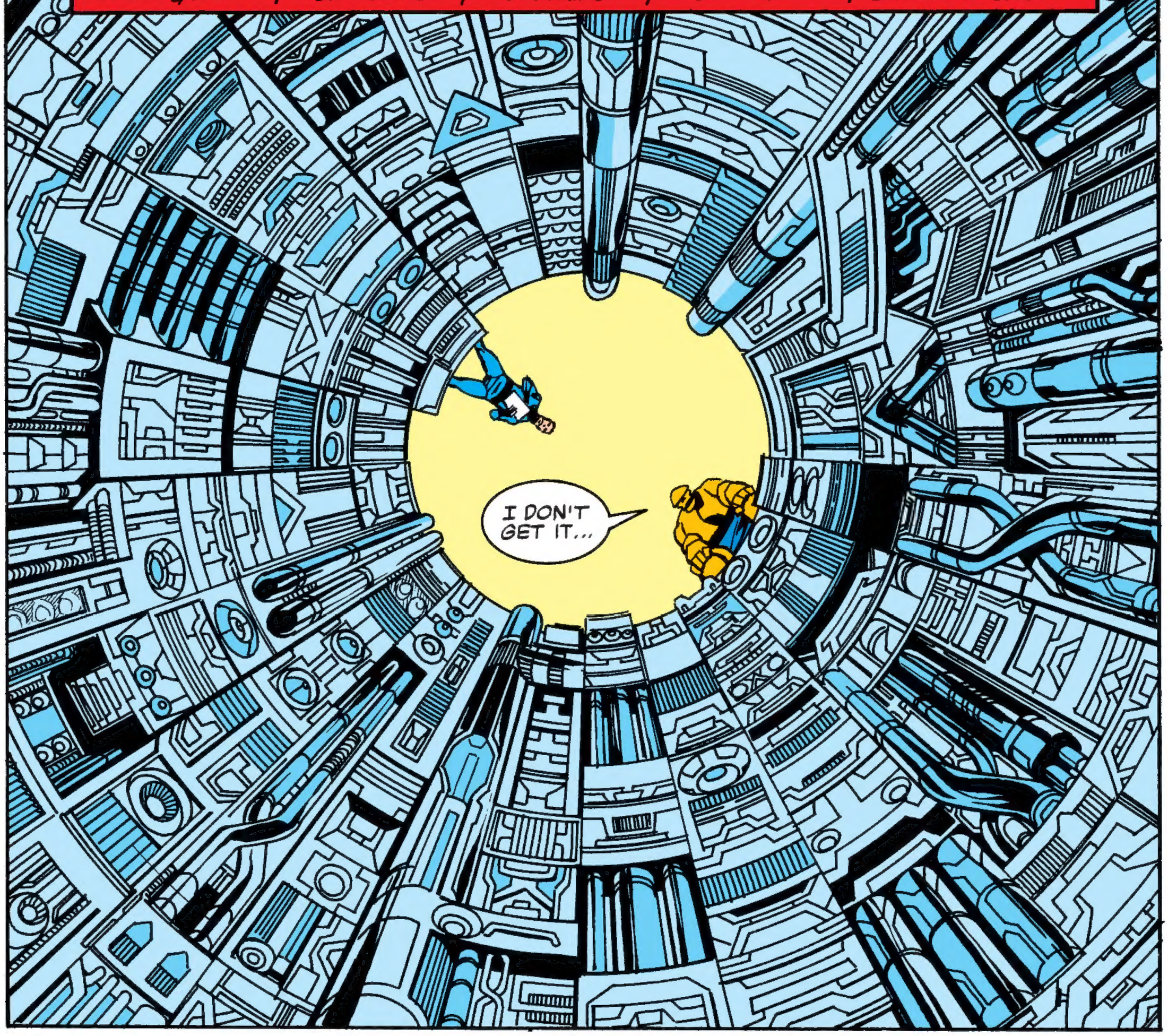
## INTO THE NEGATIVE ZONE!

STAN LEE PRESENTS:

A BOLD NEW CHAPTER IN THE LIVES OF THE FANTASTIC FOUR...

# INTO THE NEGATIVE ZONE!

JOHN BYRNE STORY & ART | JIM NOVAK LETTERING | GLYNIS WEIN COLORING | TOM DEFALCO EDITING | JIM SHOOTER EDITOR-IN-CHIEF



I MEAN, HERE WE ARE ON THE THIRTY-FOURTH FLOOR OF THE ***BAXTER BUILDING***, AN' THIS BLAMED ***TUBE*** LOOKS LIKE IT GOES DOWN A MILE!

DIDN'T THE TENANTS BELOW OUR HEADQUARTERS OBJECT-- WHEN YA BUILT YER LATEST DOO-HICKEY RIGHT THROUGH TH' MIDDLE OF THEIR OFFICES?

NOT AT ALL, ***BEN***. YOU SEE, ALTHOUGH THIS NEW ACCESS TO THE ***NEGATIVE ZONE*** IS FIVE HUNDRED METERS IN LENGTH...

ONLY ***ONE METER*** EXISTS IN OUR REALITY.

THE SHAFT IS ***DIMENSIONALLY TRANSCENDENTAL.***

SAY ***WHAT?!***

SIMPLY PUT, BEN, THE NEGATIVE ZONE IS A UNIVERSE EXISTING IN A DIMENSION ***PARALLEL*** TO OUR OWN. I'VE THEREFORE CONSTRUCTED THE NEW ACCESS SHAFT SO THAT MOST OF IT IS *IN* THE NEGATIVE ZONE.

THIS ELIMINATES THE NEED FOR THE COMPLEX LOCKS AND BARRIERS WE'VE REQUIRED IN THE PAST.

SEEMS LIKE AN AWFUL LOT OF FUSS FER SOMETHIN' YOU ONCE SAID YOU WUS GONNA CLOSE OFF FOREVER!

I CAN UNDERSTAND YOUR RETICENCE, BEN, BUT CONSIDER THE LARGER PICTURE.

HERE, LET ME ACTIVATE THE NEGATIVE ZONE VIEWING SCREEN.

LOOK AT IT, BEN. A UNIVERSE AS VAST AND IMMEASURABLE AS OUR OWN -- WITH PLANETS, SUNS, LIFE-FORMS AND CIVILIZATIONS TO BEGGAR THE IMAGINATION!

HOW CAN WE TURN OUR BACKS ON A COSMOS SO FULL OF AWE AND WONDER?

SIMPLE, *REED!* IT'S ALSO FULLA CREEPS LIKE OUR OLD ENEMY *ANNIHILUS!* AN' IF HE GOT OUT AGAIN...

WELL, WE AIN'T GOT NO GUARANTEE WE'D BE ABLE TA BEAT HIM AGAIN!

I HAVEN'T FORGOTTEN ANNIHILUS, OLD FRIEND. NOR HAVE I FORGOTTEN THOSE OTHER STRANGE BEINGS...

...BLASTAAR, AND THE CREATURE KNOWN AS STYGORR. BOTH ARE ALSO NATIVES OF THE ZONE.

"AND DON'T FORGET THAT I ONCE ARRANGED FOR THE WORLD-CONSUMING GALACTUS TO BE SENT INTO THE NEGATIVE ZONE. THERE SHOULD HAVE BEEN PLANETS ENOUGH TO SATISFY HIS COSMIC HUNGER FOR ALL TIME...

"YET, HE RETURNED, THE MYSTERIES OF THE ZONE APPARENTLY HAVING DAUNTED EVEN HIM."

THE DANGERS OF MEGA-SPACE ARE UNDENIABLE, YET, SURELY THEY ARE MORE THAN BALANCED--

--BALANCED BY THE ENDLESS WONDERS WE MAY DISCOVER THERE, WONDERS BEYOND ANY-THING IN OUR UNIVERSE!

YER SOUNDIN' POSITIVELY RHAPSODIC, STRETCH.

SORRY, BEN. I'M A SCIENTIST. THE NOTION OF SOMETHING LIKE THE NEGATIVE ZONE...

OH, SUSAN... WHAT IS IT, HONEY?

SORRY TO INTERRUPT YOU BOYS AT PLAY, BUT IT'S TIME FOR THE FIRST *TENANTS' MEETING.*

OH, YES, IT HAD COMPLETELY SLIPPED MY MIND.

COMING, BEN?

NOOO THANKS! I MAY BE 25% OF *FANTASTIC FOUR INC.*, BUT THE JOYS OF PLAYIN' LANDLORD ARE ALL YOURS. IT WUZN'T MY IDEA TA BUY THE BUILDING!

=SIGH= I'M AFRAID THIS IS ONE OF THE ELEMENTS OF PROPERTY OWNING I DIDN'T CONSIDER WHEN I MADE THIS PURCHASE.

YOU SOUND LIKE YOU NEED A MORALE BOOST, SWEETHEART!

SOMETHING ONLY A LOVING AND DEVOTED *WIFE* CAN PROVIDE...

IT IS TIME PERHAPS TO LOOK AWAY FROM THE MAN CALLED *MISTER FANTASTIC* AND THE BEAUTIFUL *INVISIBLE GIRL*...

AND REJOIN THEM SEVERAL MINUTES LATER...

ALL RIGHT, DARLING, TIME TO BEARD THE LIONS IN THEIR...

OH NO...

NOW, LISTEN HERE...

RICHARDS! WHAT ARE YOU GOING TO DO ABOUT MY PLUMBING?

THAT'S RIGHT...

RENT...

ABOUT MY WINDOWS...

MR. COLLINS PROMISED ME A NEW AIR-CONDITIONER. DO YOU INTEND...

WHAT ABOUT THE RIFF RAFF ON THE STREETS AFTER...

PARKING...

DOORS STUCK...

BLASTED ELEVATOR...

YEAH, YEAH...

GARBAGE...

MEANWHILE...

CAN'T SAY I MUCH LIKE THE WAY THIS GROUP'S GOIN' THESE DAYS!

SEEMS TA ME BEIN' A *SUPER HERO* SHOULDN'T BE A WHOLE LOT MORE'N PUNCHIN' OUT THE OCCA-SIONAL BAD-GUY...

INSTEAD, WE GOT OURSELVES A MINI-CORPORATION AN' ALL THEM HASSLES!

GUESS I SHOULD BE GLAD WE AIN'T *PUBLIC*. AT LEAST WE DON'T HAFTA DEAL WITH STOCKHOLDERS.

BOY, I WONDER IF THE *AVENGERS* HAFTA WORRY ABOUT STUFF LIKE THAT?

WELL, WHO CARES ANYWAY? I'M OFF TA SEE MY LADY LOVE...

*BUT, AS BEN GRIMM'S SKYCYCLE SKIMS OVER THE SKYSCRAPERS OF MANHATTAN...*

HONK HONK HONK HONK HONK HONK BEEP

WHAT THE HECK IS ALL THAT RACKET?

HEY, OFFICERS, WHAT'S GOIN' ON HERE?

THE *THING*! OH, MAN, AM I GLAD TO SEE YOU!

ALL THE CONSTRUCTION IN THIS AREA HAS REALLY SCREWED UP THE TRAFFIC PATTERNS! WE'VE GOT THE WORST CASE OF GRIDLOCK I'VE EVER SEEN!

FINNIGANS

GREAT! SOMETIMES I THINK THE CITY ENGINEERS HAVE SOME LITTLE GUY WORKIN' FOR 'EM, WHOSE ONLY JOB IS TA CREATE MESSES LIKE THIS ON PURPOSE!

WELL...

IT SHOULDN'T TAKE LONG TA CLEAR UP THIS JAM...

RNI-3810

WOW!

*ELSEWHERE...*

HOT DIGGETY-DOG!

NOW *THIS* IS WHAT BEING THE *HUMAN TORCH* IS ALL ABOUT!

NO SUPER-VILLAINS TO FIGHT, NO DISASTERS TO PREVENT...

JUST GROOVIN' ON MY POWERS!

AH, THERE'S THE ADDRESS *JULIE* GAVE ME...

SO THAT'S JULIE'S DRAMATIC ARTS SCHOOL? LOOKS LIKE A SET FOR *"FAME!"*

AND THERE'S THE DELIGHTFUL MS. *D'ANGELO*, AS PROMISED...

SHARON! WHO IS THAT *GORGEOUS* GUY-- THE ONE WHO LOOKS LIKE *CHRISTOPHER REEVE* DONE RIGHT.

HM? OH, THAT'S *GREY LANDERS*. HE'S TAKING SOME KIND OF REFRESHER COURSE IN MR. BRANDIS'S CLASS.

HE LOOKS TOO GOOD TO BE TRUE. FULL OF HIS OWN IMPORTANCE, RIGHT?

WRONG-O, GIRLIE-GIRL. HE'S INTELLEGENT, CHARMING, WITTY, WELL-SPOKEN, WELL-READ--AND A WALKING *DREAM* WITH ELBOW PATCHES.

WITH MY LUCK HE'S PROBABLY GAY... OH, HEY, *JOHNNY*. NICE TO SEE YOU.

HI, JULIE.

HOPE I'M NOT LATE FOR THIS CLASS OF YOURS.

NOT AT ALL. ROLF HASN'T SOUNDED THE CALL TO BATTLE YET... OH...

*JOHNNY STORM*, THIS IS MY NEW ROOMIE, *SHARON SELLECK*.

PLEASED TO MEET YOU. THE *HUMAN TORCH*, RIGHT? I MET YOUR SISTER, THE *INVISIBLE GIRL*, A COUPLE OF MONTHS AGO.

WHEN SHE APPEARED AS A GUEST ON "*WOMAN TO WOMAN*". I WAS ON STAFF AT TV CITY.

ALL RIGHT, CHILDREN. BRING IN THOSE EAGER YOUNG MINDS THAT I MAY NOURISH THEM.

COMING, TASK-MASTER!

IS THAT THE SEMI-LEGENDARY *ROLF BRANDIS*?

THE VERY MAN HIMSELF. ROLF, THIS IS MY FRIEND JOHNNY. HE'S GOING TO AUDIT THIS CLASS, OKAY?

ANOTHER WOULD-BE OLIVIER? ALL RIGHT. HERE ARE THE MIMEOGRAPHED EXERCISES FOR TODAY...

DOOR

SO THAT'S ROLF BRANDIS. DOESN'T SEEM QUITE THE TIGER JULIE DESCRIBED. THAT SHOULD MAKE THINGS EASIER. I'M ONLY IN THIS TO GET CLOSER TO JULIE, AND THAT SEEMS TO BE WORKING JUST FINE!

SO *THAT'S* GREY LANDERS. I'VE HEARD OF HIM, NOW THAT I THINK ABOUT IT. HE SURE IS A LIVING DOLL. NEXT QUESTION, HOW DO I GET HIM TO NOTICE ME?

SO *THAT'S* JOHNNY STORM. CUTE. I WONDER IF JULIE'S STAKED OUT A CLAIM ON HIM YET... AND I WONDER IF SHE THINKS THAT'LL STOP ME IF SHE HAS...

AND, AS JOHNNY STORM'S LIFE GROWS SUBTLY MORE COMPLICATED...

BACK AT THE **BAXTER BUILDING**...

*IT'S BUSINESS AS USUAL...*

LADIES AND GENTLEMEN, PLEASE! I ASSURE YOU ALL THAT YOUR PROBLEMS AND REQUESTS WILL BE DEALT WITH AT THE EARLIEST POSSIBLE MOMENT!

WHEN'S THAT?

HOW LONG DO YOU EXPECT US TO WAIT?

IF YOU CAN'T DEAL WITH IT, WHY DID YOU BUY THE BUILDING?

WHEN?

HOW SOON?

NOW!

I DON'T WANT TO WAIT!

:SIGH: I HATE TO DESERT REED LIKE THIS...

BUT PUTTING UP WITH THAT MOB FAR EXCEEDS MY DUTIES AS WIFE AND MOTHER...

SPEAKING OF WHICH...

I HAVEN'T LOOKED IN ON *FRANKLIN* IN OVER AN HOUR.

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*HER RADIATION-ALTERED CELLS WARP THE LIGHT AROUND HER, AND **SUSAN STORM RICHARDS** ENTERS UNSEEN.*

HE CERTAINLY LOVES HIS VIDEO GAMES. I'D BE WORRIED IF HE DIDN'T HAVE OTHER INTERESTS AS WELL.

HEY, PUN'KIN, WHO'S WINNING?

YIKE!

***MOMMY!*** OH, MOMMY, YOU FRIGHTENED ME! I DIDN'T KNOW YOU WERE HERE!

I'M SORRY, BABY! I DIDN'T MEAN TO SCARE YOU! HONESTLY I DIDN'T!

BUT THERE WAS A TIME, BEFORE HE LOST HIS ***MUTANT POWERS***, WHEN MY INVISIBILITY WOULDN'T HAVE HIDDEN ME FROM FRANKLIN.

I HADN'T GIVEN IT MUCH THOUGHT UNTIL NOW...

BUT THE BAXTER BUILDING IS NO PLACE FOR A *NORMAL CHILD*...

NO PLACE AT ALL!

AND, AS THAT UNSETTLING THOUGHT INSINUATES ITS WAY INTO THE INVISIBLE GIRL'S MIND...

ACROSS TOWN, IN A MODEST STUDIO APARTMENT...

YOU SURE THERE AIN'T NOTHIN' I CAN HELP YA WITH, BABE?

QUITE CERTAIN, DARLING. I HAVE TO PACK FOR MYSELF...

OTHERWISE, HOW CAN I EXPECT TO FIND THINGS AGAIN?

YA KNOW, YOU NEVER STOP AMAZIN' ME, ***ALICIA.*** I MEAN, EVEN WITH YER ***BLINDNESS*** YA GET AROUND BETTER'N A LOTTA PEOPLE WITH ***SIGHT.***

BUT-- HOWCUM YA HAD YER LIGHTS ON WHEN I ARRIVED?

BECAUSE BY THE HOUR, I KNEW IT WAS GETTING DARK OUT, AND PART OF THE THERAPY BLINDED PEOPLE ARE GIVEN...

...IS TO CONTINUE ALL THE AUTOMATIC THINGS--LIKE SWITCHING ON LIGHTS--THAT SIGHTED PEOPLE DO WITHOUT THINKING. WHY?

JUST MY LOUSY SUSPICIOUS NATURE, I GUESS. I THOUGHT MAYBE... I DUNNO... MAYBE SOMEBODY WUZ HERE BEFORE ME, SOMEBODY WHO AIN'T AN ESCAPEE FROM THE MIDNIGHT ***CREATURE FEATURE.***

OH, MY POOR BEN, YOU MUST NEVER THINK THAT WAY. NEVER DOUBT THAT I LOVE YOU, LOVE YOUR BEAUTIFUL, WONDERFUL ***SOUL...***

AND, BACK AT THE BAXTER BUILDING...

YES, YES, I PROMISE YOU EVERYTHING WILL BE ATTENDED TO. I WILL HAVE MY LAWYERS CREATE A SERVICE OFFICE JUST TO DEAL WITH YOU.

BUT THAT WILL TAKE TIME!

IF YOU THINK YOU'RE GOING TO...

I WANT SERVICE NOW!

WHEN CAN WE EXPECT...

HOW SOON ARE...

I WANT MY SERV IMMEDI

FINALLY! I THOUGHT THEY'D NEVER LEAVE!

TO THINK, I THOUGHT I WAS *ELIMINATING* PROBLEMS WHEN I BOUGHT THIS BUILDING OUTRIGHT FROM COLLINS--!

*REED RICHARDS*, BOY-BUSINESS MAN, AS BEN WOULD NO DOUBT SAY. I'LL HAVE TO GET IN TOUCH WITH MY LAW-YERS FIRST THING TOMORROW.

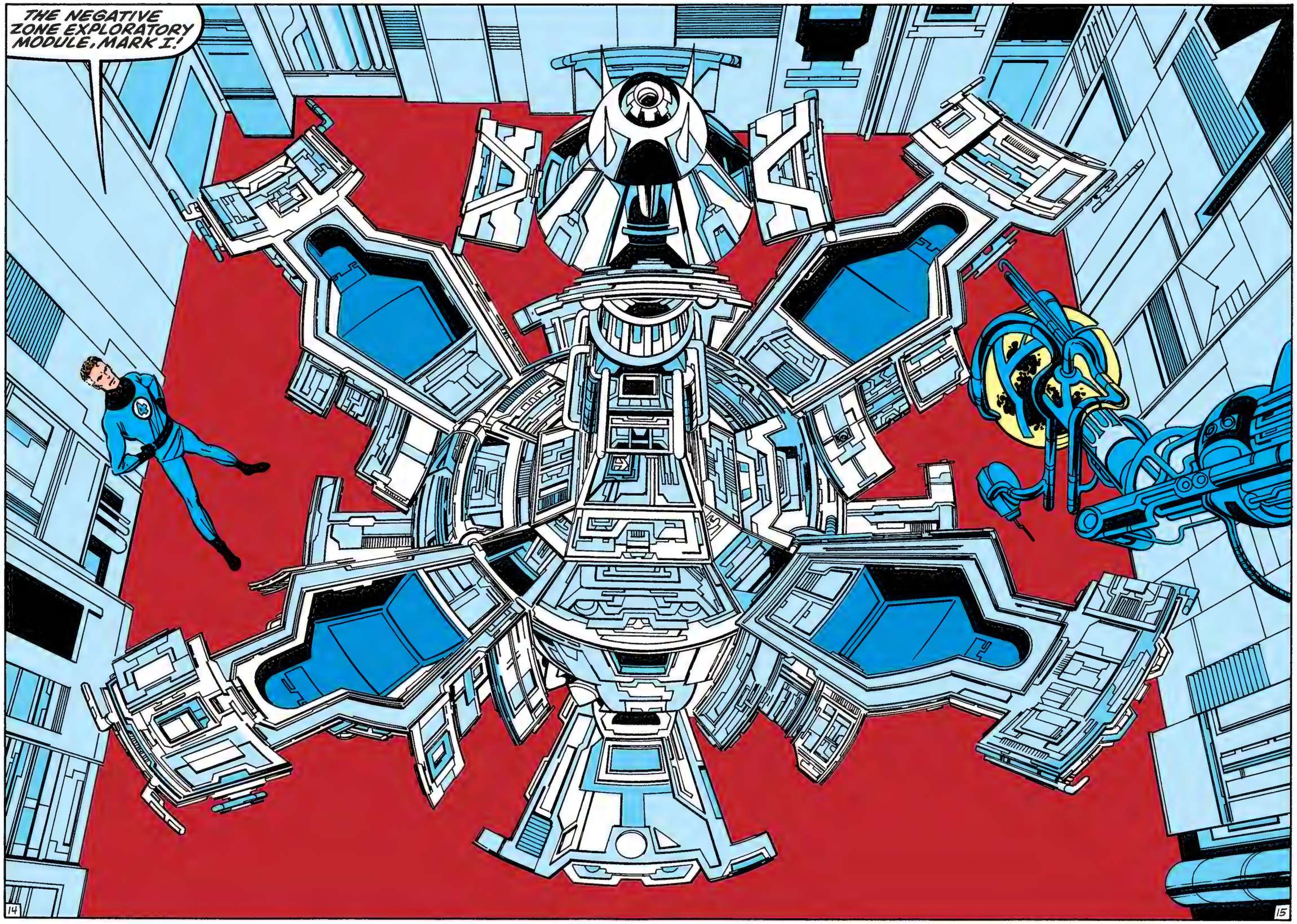
BEFORE WE *LEAVE!*

BUT FOR THE MOMENT, I CAN AFFORD TO RELAX.

NEGATIVE ZON

DANGE

AND, WHAT BETTER WAY TO DO THAT THAN BY RUNNING THROUGH THE FINAL CHECKS ON...


THE NEGATIVE ZONE EXPLORATORY MODULE, MARK I!
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LATE NEXT MORNING...

SO THIS IS THE BIG PROJECT YOU'VE BEEN WORKING ON ALL MONTH. SOME TINKER TOY!

HI, DADDY!

HELLO, FRANKLIN. ALICIA, I WANT YOU TO HEAR THE SOUND OF THE ZONE ACCESS CYCLING, SO YOU'LL RECOGNIZE IT WHEN WE RETURN.

KA-CHUNG!

OH, MY WORD!

THINK IT'S *LOUD* ENOUGH, STRETCH? SOUNDS LIKE *GALACTUS* WITH TH' TUMMY-RUMBLES!

REMEMBER THAT SOUND, ALICIA.

IT'S VERY NICE OF ALICIA TO COME HERE AND LOOK AFTER FRANKLIN, BUT YOU STILL HAVEN'T SAID HOW LONG YOU EXPECT US TO BE AWAY, REED.

THAT'S BECAUSE I HONESTLY DON'T KNOW, HONEY! THE TIME-FLUX IN THE *DISTORTION AREA* AROUND THE NEGATIVE ZONE MAY CAUSE OUR RETURN TO SEEM ONLY HOURS OR MINUTES AFTER WE DEPART.

YOU GONNA BRING ME A PRESENT FROM THE NEG'TIVE ZONE, DADDY?

HA HA! WE'LL SEE, SON! THIS IS SUPPOSED TO BE A *SERIOUS* TRIP.

YOU WILL TAKE CARE, WON'T YOU, BEN DARLING? I WORRY SO MUCH ABOUT YOU WHEN YOU GO OFF ON THESE DANGEROUS VENTURES!

AW, THE NEGATIVE ZONE AIN'T SO MUCH, BABE. I'VE GONE UP AGAINST MORE DANGEROUS STUFF JUST WALKIN' DOWN *YANCY STREET!*

HM--FOND FAREWELLS ALL 'ROUND, BUT NOT FOR ME! I CALLED JULIE, BUT THERE WAS NO ANSWER.

SHE MUST BE SOME KINDA HEAVY SLEEPER.

KWUNGG

INTERNAL SYSTEMS OPERATING PERFECTLY!

STAND BY FOR SEPARATION!

TEAM-UP!

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I'M ACTIVATING THE HINGE MECHA-NISMS... NOW!

THESE SEATS ARE *REMARKABLE!* I'VE NEVER FELT ANYTHING SO COMFORTABLE. I MAY NOT WANT TO GET OUT.

WE'RE A TINY BIT *EXPOSED* ON THIS FUNKY MERRY-GO-ROUND, AREN'T WE?

CHECK YOUR FOOD SUPPLY, BEN. YOU'LL FIND IT'S 100% EFFICIENT PROTEIN CONCENTRATES--WITH NO UNNECESSARY WASTE MATERIAL...

DIDN'T YA FORGET SOMETHIN' IN THIS HOT-ROD, STRETCH? THERE AIN'T NO BATHROOMS IN THE NEGATIVE ZONE.

NOT AT ALL, JOHNNY! MAKE SURE YOUR ARMS AND LEGS ARE INSIDE THE SEATING ENCLOSURES, EVERYONE!

SEPARATION COMPLETED!

WE'RE AWAY!

STABILIZERS ACTIVATED, STRETCH!

PERFECT! T PLUS 5 SECONDS, APPROACHING EXIT POINT!

WE'RE OUT!

WE'VE REACHED THE DISTORTION AREA!

WELL, YIPPEE. THAT MEANS WE'VE JUST STARTED THE PART OF THIS TRIP I *LOVE*...

KEEP AN EYE ON YOUR STABILIZERS, BEN. IF WE SHOULD DRIFT OFF COURSE...

I'VE NEVER BEEN INTO THE NEGATIVE ZONE BEFORE. IS IT *ALL* THIS... ROUGH?

ONLY THE DISTORTION AREA, SUE.

IT'S THE TRANSITIONAL PLANE BETWEEN ALL REALITIES...

BUT THE PASSAGE IS ROUGHER THAN I'D ANTICIPATED.

THERE MUST BE SOME DISTURBANCE NOT NATIVE TO THIS AREA-- SOME STRANGE FLOW AND EBB IN THE DIMENSIONAL MATRIX-- POSSIBLY AN OBJECT OF SOME KIND PASSING NEAR US IN THE OTHER DIRECTION.

IT SEEMS TO BE EASING. IS THAT A GOOD SIGN?

IT IS INDEED.

BUT I CANNOT IMAGINE WHAT THAT FLUX MIGHT BE!

IT MEANS WE'VE MADE SUCCESSFUL TRANSITION.

WE'RE IN THE NEGATIVE ZONE!

SOMETHING CLOSE TO "MEANWHILE," IN OUR UNIVERSE...

I'M GOING TO FIX LUNCH NOW, FRANKLIN. MAYBE THIS AFTERNOON YOU CAN READ ME ONE OF YOUR COMIC BOOKS.

OKAY, AUNTIE 'LICIA. I'D LIKE THAT.

SUCH A WONDERFULLY BRIGHT CHILD. IT'S A PLEASURE AS ALWAYS TO TAKE CARE OF HIM.

HOW LUCKY HE IS TO BE PART OF SUCH A LOVING AND DEVOTED FAMILY.

HOW DIFFERENT MY OWN LIFE MIGHT HAVE BEEN HAD I KNOWN SUCH HAPPINESS IN CHILDHOOD, INSTEAD OF...

# KA-CHUNG!

SO SOON?

QUICKLY, ALICIA MASTERS MOVES TO THE ELEVATOR AND RISES TO THE THIRTY-FOURTH-FLOOR...

REED SAID THEY MIGHT RETURN SOONER THAN EXPECTED...

BUT THEY'VE BEEN GONE LESS THAN TWO HOURS...

BEN, DARLING, IS THAT YOU?

NO.

NOT "BEN".

"BEN" IS GONE! ALL OF THE THRICE-CURSED FANTASTIC FOUR ARE GONE FOREVER!

NOW SHALL BEGIN THE REIGN OF ANNIHILUS!

HER SCREAM, THE PLAINTIVE CRY OF ONE LOST SOUL, DIES IN HER THROAT!



**NEXT ISSUE:** ANNIHILUS IS FREE ON EARTH, AND THE FF DON'T EVEN KNOW IT! YOU MUST NOT MISS...

**CITYSCAPE!** WE GUARANTEE YOU'LL BE SURPRISED!

BYRNE

THE WORLD'S MOST INNOVATIVE COMIC MAGAZINE!

# Fantastic Four®

SPECIAL COLLECTOR'S EDITION!

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BONUS FEATURE! FREE LAKESIDE SKIN TATTOOZ INSIDE!

CHAPTER 1 OF AN EXCITING FOUR-PART EPIC DEEP WITHIN THE NEGATIVE ZONE!

# CITYSCAPE

A PLANET NOT EARTH, IN A UNIVERSE NOT OUR OWN...

STAN LEE
PRESENTS

JOHN BYRNE
CHRONICLER

GLYNIS WEIN
COLORIST

JIM NOVAK
LETTERER

TOM DEFALCO
EDITOR

JIM SHOOTER
EDITOR-IN-CHIEF

IT IS THE LAUGHTER WHICH HURTS HER MOST...

...THE SNIDE TITTERS AND WHISPERS SCARCELY CONCEALED BEHIND WORK-WORN HANDS.

A MONTH AGO THESE WOMEN HAD BEEN HER FRIENDS--NOW ALL THAT HAS CHANGED. SHE IS AN OUTCAST, A PARIAH.

IT ISN'T FAIR.

YET, SHE MUST REMIND HERSELF, SHE ALSO ONCE LAUGHED AND JIBED AT THOSE WHO WALKED THIS PATH BEFORE HER.

SUCH A TRUTH IS HARD TO ACCEPT...

YET, WHAT IS ONE MORE BITTER PILL TO SWALLOW NOW, WHEN EVEN THE CHILDREN MOCK HER?

IF SELF-SLAUGHTER WERE NOT THE GREATEST SIN, SHE WOULD DIVE TO THE BOTTOM OF THE GREAT RIVER AND FILL HER LUNGS...

THEN...

OH!

DO NOT CRY OUT, SMALL ONE. IT IS I, ***TANNAR***. STILL YOUR FEARS, AND LET US QUICKLY LEAVE THIS PLACE.

*THE GRIP IS IRON STRONG, BUT GENTLE...*

OH, TANNAR, HAVE YOU COME TO ADD YOUR MOCKERY TO THAT OF THE OTHERS?

I HAVE FREED YOU FROM YOUR BOND AND VOW. LET ME BE ALONE NOW WITH MY SHAME.

YOU HAVE GRANTED ME A FREEDOM I DID NOT SEEK, TAIYA. WE ARE PLEDGED AS LIFEMATES...

NOTHING THAT HAS HAPPENED HAS CHANGED THAT.

NO, TANNAR, NO! YOU ARE THE CHIEF'S SON. ONE DAY YOU WILL BE CHIEF AFTER HIM.

I AM FIT ONLY AS A BRIDE OF *OOTAH*.

FIND ANOTHER, BELOVED. ONE WHO CAN GIVE YOU STRONG SONS TO...

TANNAR...

WHAT DO YOU...

TANNAR, THE STARS FALL!

INSTANTLY, THE SLUGGISH VILLAGE SPRINGS TO LIFE...

TANNAR, YOU SAW? IT FELL IN THE SOUTH STONE-LANDS...

TO CATCH THE SMALL, SCURRYING THINGS WHICH ARE THEIR ONLY MEAT, THE VILLAGERS HAVE LEARNED TO MOVE QUICKLY OVER THE UNEVEN STONES.

THAT TALENT SERVES THEM WELL NOW...

BE CAREFUL, TAIYA. YOU SHOULD NOT EVEN BE WITH US.

DO NOT CAUTION ME, TANNAR. A BRIDE OF OOTAH HAS LITTLE TO FEAR FROM...

HER VOICE TRAILS OFF TO SILENCE...

ON THE PLAIN A STRANGE, MECHANICAL EGG SHOWS EVERY SIGN OF...

HATCHING--?

AND THEN--

FLAME ON!

THIS IS MORE LIKE IT. COMFORTABLE AS THE *EXPLORATORY MODULE* IS, I PREFER MY OWN METHOD OF FLYING!

HMPH! TRUST TH' HOTSHOT TA START SHOWIN' OFF THE SECOND WE LAND!

MAN, DIG THIS CRAZY LIGHTING! THAT'S A NIGHT SKY...

...BUT IT'S AS BRIGHT AS DAY-LIGHT HERE!

THAT'S BECAUSE THIS WORLD IS AT THE CENTER OF A *GLOBULAR CLUSTER, SUE* DARLING. A VAST SPHERE OF STARS.

CAN WE REALLY CALL THEM "STARS", REED?

A GOOD QUESTION.

HERE IN THE *NEGATIVE ZONE* THINGS MAY SEEM MUCH AS THEY ARE IN OUR DIMENSION, BUT WE MUST BE CONSTANTLY AWARE OF SUBTLE DIFFERENCES.

THERE! MY AUTOMATED SCANNERS WILL RECORD ALL PERTINENT DATA WHILE WE...

...WHAT?

REED! DEAR HEAVEN, HE'S BEEN *SHOT!*

WOW! I DON'T KNOW WHAT'S ON THAT LITTLE DART, BUT REED KEELED OVER LIKE A STATUE!

SUE'S *INVISIBLE FORCE-FIELD* CAN PROTECT HER AND REED FROM ANY MORE DARTS...

WHILE I TAKE CARE OF THE CREEPS WHO ATTACKED...

AND, AS THE BURNING, BLAZING *HUMAN TORCH* SWOOPS FROM THE STAR-FILLED SKY...

THE MIGHTY-MUSCLED *THING* LENDS A HAND IN HIS OWN UNIQUE STYLE...

THERE'S MORE OF 'EM OVER HERE!

AWRIGHT, YA CRUDS, YA BETTER HAVE A GOOD EXCUSE FER ATTACKIN' US!

NOT FAR AWAY...

THEY ARE DEMONS!

THEY HAVE POWERS BEYOND UNDER-STANDING!

IT IS FORBIDDEN THAT A WOMAN SHOULD TAKE PART IN BATTLE. BUT THAT RULE NO LONGER APPLIES TO ME.

THE BRIDE OF OOTAH IS OF NO VALUE TO THE TRIBE...

THE FEMALE SEEMS TO HAVE FLED, LEAVING HER MATE UNDEFENDED.

LET ME NOW FINISH WHAT KORTA'S DART BEGAN...

BUT, AS TAIYA QUICKLY MOVES TOWARDS THE PARA-LYZED **REED RICHARDS**...

NO, YOU DON'T!

UNGH!

BEFORE TAIYA'S STARTLED EYES THE VERY AIR SEEMS TO THICKEN...

I THOUGHT THERE MIGHT BE MORE OF YOU SKULKING ABOUT. AND MY FORCE-FIELDS AREN'T THE ONLY REASON THEY CALL ME THE *INVISIBLE GIRL!*

NOW...

STOP!

THE VOICE IS DRY AS AUTUMN LEAVES, YET IT CARRIES THE AUTHORITY OF A GUNSHOT.

MAMA SHONTI!

HOLY COW! SHE LOOKS LIKE SHE'S A MILLION YEARS OLD!

IS THIS THE WAY YOU REMEMBER MY LESSONS, FOOLISH ONES?

ARE THESE NOT *FOUR WHO FALL FROM THE HEAVENS?*

HAS NOT THEIR COMING BEEN FORETOLD IN *PROPHECY?*

BID THEM WELCOME, AND ESCORT THEM TO MY HUT...

*THUS, A FEW MINUTES LATER...*

HE WILL BE ALL RIGHT. THE POISONS WILL TAKE A FEW HOURS TO WORK THROUGH HIS BODY, BUT HE WILL BE UNDAMAGED.

THAT'S EASY FOR YOU TO SAY. HOW DO WE KNOW...

HUSH, *JOHNNY.* MAMA SHONTI, YOU SPOKE OF A PROPHECY? I DON'T UNDERSTAND...?

OF COURSE NOT, CHILD. THE OLD WORDS SAY YOU WILL COME IN KINDNESS, BUT ACT IN IGNORANCE...

YOU LOOK UPON US, AND SEE ONLY THAT WE CLING LIKE CANKERS AGAINST THE SMOOTH SKIN OF OOTAH.

BUT YOU MUST NOW LEARN THAT IT WAS NOT ALWAYS SO...

"FORTY THOUSAND LIFE-CYCLES AGO OUR ANCESTORS LIVED WITHIN THE GREAT WALLS OF **OOTAH.**

"IT WAS A PERFECT LIFE, FOR NO ONE HAD TO WORK, YET NO ONE WENT WITHOUT FOOD OR ANY LUXURY.

"IN THOSE DAYS, OOTAH WAS GREAT INDEED, AND COVERED HALF THE WORLD.

"THE REST WAS LEFT TO NATURE, AND THE GODS.

"AND, AT THE VERY HEART OF OOTAH, THE WISE ONES LABORED.

"TO OOTAH, THEY HAD GIVEN A **LIVING BRAIN**, AND COMMANDED IT TO BRING FORTH **PERFECTION.**

"WHAT HAPPENED THEN? THE LEGENDS SPEAK ONLY IN DARK WHISPERS OF THAT HIDEOUS TIME.

"IT CAME DURING A SLEEP PERIOD, AND IT CAME FOR EVERYONE.

"WHAT *IT* WAS, WE DO NOT KNOW. BUT A TERRIBLE, CONSUMING **FEAR** OVERCAME THE POPULACE.

"IN MAD PANIC THEY FLED THEIR HOMES...

"AND THE HORRIFIED FLIGHT DID NOT END UNTIL THEY FLED THE CITY ITSELF.

"BILLIONS UPON BILLIONS POURING IN AN UNENDING FLOOD FROM EVERY PORTAL.

"IN THE END OOTAH HAD EMPTIED HIMSELF, FOR THE GREAT FEAR DID NOT PASS UNTIL EVERY LIVING SOUL WAS GONE FROM THE CITY.

"AND SO IT HAS REMAINED..."

OOTAH HAS NOT STOPPED BUILDING SINCE THEN--MAKING ITS WALLS HIGHER, ENCLOSING ITSELF TIGHTER.

AND WE HAVE CLUNG TO ITS WALLS...

WAITING...

YES, WAITING, BECAUSE THE PROPHECIES SAID FOUR WOULD COME--FROM BEYOND THE SKY--WITH POWERS SUCH AS NO MAN OF THIS WORLD HAS EVER KNOWN.

POWER ENOUGH TO GIVE US DOMINION OVER OOTAH.

I DON'T UNDERSTAND HOW SUCH A THING COULD BE, BUT YOUR PROPHECY DOES SEEM TO DESCRIBE US.

WE ARE, INDEED, FROM "BEYOND THE SKY", AND WE ARE SWORN TO USE OUR POWERS TO HELP THOSE IN NEED.

I DON'T LIKE TH' SMELL A' THIS, TORCHIE. ANY BETS THE OLD CRONE MADE UP THIS "PROPHECY" ON TH' SPOT--WHEN SHE SAW US WHOMPIN' HER MEN-FOLK?

THAT SOUNDS MORE LIKELY THAN THE TALE SHE'S SPINNING, BEN, BUT EITHER WAY, IT SEEMS LIKE THESE PEOPLE ARE IN BAD TROUBLE.

SUE, WITH REED OUT OF ACTION I GUESS YOU'RE TEAM LEADER. WHAT'S *YOUR* DECISION?

TOO MUCH OF THIS DOESN'T MAKE SENSE, JOHNNY, BUT ONE THING IS CLEAR...

THE *FANTASTIC FOUR* HAVE A JOB TO DO!

AND, AS THAT MOMENTOUS DECISION IS MADE...

LET US TURN OUR ATTENTION, BRIEFLY, AWAY FROM THE UNEXPLORED VASTNESS OF THE *NEGATIVE ZONE*...

AND, PASSING EASILY FROM ONE DIMENSION TO ANOTHER...

...LOOK IN ON THE EVER-BUSTLING ISLAND OF **MANHATTAN**...

SPECIFICALLY ON THE FIVE-STORY COMPLEX WHICH TOPS THE WORLD-FAMOUS **BAXTER BUILDING.**

THE HEADQUARTERS OF THE **FANTASTIC FOUR.**

AND, IN THE COZY WARMTH OF REED AND SUSAN RICHARDS' APARTMENT ON THE RESIDENTIAL LEVEL...

WHERE'S AUNTIE 'LICIA?

SHE SAID SHE WAS GOIN' TO FIX US LUNCH...

BUT THAT WAS A LONG TIME AGO.

ONLY HALF AN HOUR, **FRANKLIN**, BUT TIME ENOUGH...

...FOR THINGS TO HAVE HAPPENED...

THE RICHARDS WHELP, I HAVE FOUND HIM!

AN'LUS!!

I KNOW YOU! YOU COME OUT OF THE NEG'TIVE ZONE, WHERE MOMMY AN' DADDY HAVE GONE!

YOU FLEE?

BUT...YES! I SENSE YOU HAVE SOMEHOW LOST YOUR COSMIC-SPAWNED POWERS!*

THEN **ANNIHILUS** HAS NO NEED TO FEAR YOU!

*IT HAPPENED IN ISSUE #245!

LEATHERN WINGS EASILY OUTSPEED FRANKLIN...

WITHOUT YOUR POWER, YOU ARE NO MORE THAN THE LEAST CREATURE OF THIS PUNY WORLD.

OH!

I CANNOT, THEN, TAP YOUR ENERGIES TO STRENGTHEN MYSELF AS I ONCE DID...

STEEL SHOD FEET RING LOUD IN THE EMPTY HEADQUARTERS...

BUT NEITHER CAN YOU UNLEASH THOSE AWESOME ENERGIES AGAINST ME.

SO YOU SHALL JOIN THE FEMALE I ENCOUNTERED EARLIER.

FRANKLIN DOES NOT CRY OUT UPON SEEING **ALICIA MASTERS** SLUNG UP LIKE A SIDE OF BEEF.

THERE IS ONLY AN UNENDING DARKNESS IN HIS YOUNG MIND...

BEYOND SPACE AND TIME...

...THE FANTASTIC FOUR ARE UNAWARE OF THE FATE OF THEIR LOVED ONES.

AND, IN A HUT CLOSE TO THE CITY WALLS...

SHE HAS BEEN SCOURGED AND CLEANSED. SHE IS AS THE GODS MADE HER.

SHE IS READY FOR OOTAH.

DO NOT RESIST, CHOSEN ONE. YOUR FATE IS SEALED.

TAIYA SAYS NOTHING.

THERE IS LITTLE FOR THE DEAD TO SAY.

SHE LOOKS SO SAD, MY FATHER. IF SUCH A THING SHOULD HAPPEN TO ME...

PRAY IT DOES NOT, DAUGHTER. PRAY WITH ALL YOUR HEART AND SOUL IT DOES NOT.

AND WHAT OF TANNAR?

TANNAR, WHO WOULD HAVE SACRIFICED HIS POSTERITY FOR THE WOMAN HE LOVED?

HIS SILENCE IS AS DEEP AS HER OWN.

HEY, WHAT'S WITH THE HORNS? WE MISSIN' A CHUCK MANGIONE CONCERT?

LISTEN TO THAT WAILING. SOUNDS MORE LIKE A... FUNERAL!

DO NOT CONCERN YOURSELF. IT IS BUT TAIYA ON HER WAY TO BECOME THE BRIDE OF OOTAH.

BRIDE OF OOTAH? AS IN "BRIDE OF KONG"? I DON'T LIKE THE SOUND OF THAT!

ME NEITHER. C'MON, HOTSHOT. LET'S STICK OUR NOSES IN THE LOCALS' BUSINESS.

AND, AS JOHNNY STORM AND BEN GRIMM RACE TOWARDS THE PROCESSION...

ONE BY ONE THE MARCHERS FALL BACK, UNTIL A SINGLE WOMAN PRODS TAIYA TOWARDS THE CITY...

TOWARDS AN UNGUESSABLE DARKNESS...

THEY'RE FORCING HER TOWARDS THAT DOOR...

HOLY COW! BEN, DO YOU SEE WHAT I SEE?

I SURE DO!

SOME KINDA RAY GUN!

IT'S SWIVELLING RIGHT TOWARDS HER! WHAT'S THE MATTER WITH HER? DOESN'T SHE SEE IT?

SHE AIN'T EVEN TRYIN' TA GET OUTTA THE WAY! DO SOMETHIN' KID!

ON MY WAY! FLAME ON!

FASTER THAN THE EYE CAN FOLLOW, THE TORCH SWOOPS TOWARDS THE GIRL...

GOTCHA!

UH-OH... HEADS UP, THING. LOOKS LIKE THE LOCALS ARE A TOUCH PUT OUT.

YOU... YOU SAVED ME! BUT IT IS *FORBIDDEN!*

DON'T SWEAT IT, SWEETHEART!

OUTWORLDERS, YOU HAVE TRANSGRESSED A MOST SACRED RITUAL! RELEASE THE GIRL TO US AT ONCE!

SORRY, HANDSOME! ONCE THE FF RESCUES A MAIDEN IN DISTRESS -- SHE STAYS RESCUED.

FOOL!

SHE IS THE BRIDE OF OOTAH. IF SHE IS UNSUITABLE, SHE WILL BE RETURNED TO US!

IZZAT SO?

THEN YA WON'T MIND IF I TEST THAT THEORY, WILL YA?

LESSEE HOW OOTAH LIKES A "BRIDE" WHO AIN'T QUITE SO PRETTY...

THERE! IT'LL FALL TOO SHORT TA SEEM LIKE AN ATTACK, BUT...

BWAM!

SUNNUVAGUN! LOOKS LIKE HE AIN'T AS FUSSY AS YOU THOUGHT...

REALIZATION RIPPLES THROUGH THE CROWD, AN ALMOST PALPABLE WAVE...

IMAGES OF WIVES, SISTERS, DAUGHTERS AND SWEETHEARTS SACRIFICED TO THEIR STRANGE GOD...

AND FOR WHAT?

NOT FAR AWAY...

JOHNNY, WHAT IS IT? WHAT'S HAPPENING?

IT LOOKS LIKE BEN JUST CREATED A WHOLE MESS OF ATHEISTS, SUE!

AND, AS LONG AS THE NATIVES WON'T MIND ANYMORE...

LET'S SEE HOW TOUGH OOTAH REALLY IS...

ATTABOY, TORCHIE!

YOU BURN US A NEW ENTRANCE INTO TH' CITY...

AN' I'LL BLOCK THIS GATEWAY--AN' JAM UP THE BLASTERS!

MEANWHILE...

...REED RICHARDS FIGHTS THE HARDEST BATTLE OF HIS CAREER...

STRAINING, FIGHTING AGAINST THE POISONS WHICH FREEZE HIS LIMBS...

UNTIL...

YAARGH!

HUNH... HUNH... I DID IT! THE COSMIC RADIATION IN MY CELLULAR STRUCTURE ALLOWED ME TO FORCIBLY OVERCOME THE PARALYSIS.

BUT... I HAVE NO TIME TO LOSE...

IF THE TALE MAMA SHONTI TOLD IS EVEN MARGINALLY TRUE, THE OTHERS MAY BE ON THE VERGE OF MAKING A TERRIBLE MISTAKE.

I MUST CHECK ONE THING BEFORE I GO AFTER THEM...

I PRAY I WON'T BE TOO LATE...

AND, AS MISTER FANTASTIC RACES ACROSS THE VILLAGE...

WHA-HOO! LOOKS LIKE WE FOUND THE BIG BAD BRAIN!

BOY, THOSE EARLY OOTANS MUST HAVE BEEN SOME ENGINEERS! LOOK AT THE SIZE OF IT!

IT... IT'S ALMOST OBSCENE! LOOK AT THE WAY THE COLORS FLOW, THE WAY IT... PULSES!

THIS AIN'T THE TIME FER EVALUATIN' AESTHETICS, SUZIE...

IN FACT, IT'S REALLY...

...CLOBBERIN' TIME!

BEN! NO!

YOU DON'T REALIZE WHAT YOU'RE DOING!

REED! YOU'RE ALL RIGHT! OH, THANK HEAVEN!

WHAT'S THE PROBLEM, STRETCHO?

THIS BAD OL' MONSTER AIN'T EVEN FOUGHT BACK...

THEN... I'M TOO LATE.

YES, YES, I CAN TELL JUST BY TOUCHING IT. THE FUNCTIONS HAVE CEASED.

"OOTAH" IS TRULY DEAD.

AND THAT MEANS WE HAVE BEEN GUILTY OF A MOST GRIEVOUS SIN.

THE SIN OF ***PRESUMPTION***, OF ASSUMED KNOWLEDGE. SOMETHING NO SCIENTIST DARE INDULGE IN...

"YET, I MIGHT HAVE MADE THE SAME MISTAKE, IF MY PARALYSIS HAD NOT FORCED ME TO SPEND SO MUCH TIME THINKING.

"ON THE WAY HERE I CHECKED THE AREAS WHERE OOTAH WAS SEALING ITSELF...

OOTAH WAS NOT JUST BUILDING WALLS IN THOSE AREAS. IT WAS ***GROWING.*** WHEN THE VILLAGERS' ANCESTORS CREATED THEIR PERFECT CITY, THEY SOMEHOW EMBUED IT WITH A RUDIMENTARY DESIRE FOR SELF-PRESERVATION!

REED--YOU'RE NOT SAYING OOTAH WAS TRULY... ALIVE?

IN A MANNER OF SPEAKING, SUE, OOTAH WAS A BIOLOGICALLY PERFECT ORGANISM, AND IT DROVE OUT THE PEOPLE BECAUSE THEY FUNCTIONED WITHIN IT--AS GERMS DO IN A HUMAN BODY.

"SOMEHOW OOTAH BECAME A SELF-SUFFICIENT ENTITY, WHICH MIGHT HAVE SOMEDAY EVOLVED INTO A TRULY UNIQUE FORM OF LIFE.

"AND, AT THE SAME TIME, THE VILLAGERS SLIPPED BACK--DEVOLVING INTO SAVAGERY.

"NOW OOTAH IS DEAD, AND THEY ARE SWARMING OVER IT, DESTROYING IT LIKE MAGGOTS ATTACKING A CORPSE."

BUT... BUT WE DIDN'T... I MEAN WE DIDN'T KNOW...

MAMA SHONTI'S PROPHECY HAS COME TRUE! WE ACTED OUT OF IGNORANCE!

WE HAVE LEARNED THE FIRST LESSON OF THE ***NEGATIVE ZONE.***

NOTHING... ***NOTHING*** CAN BE TAKEN AS WHAT IT APPEARS TO BE...

*NEXT: THEY HAVE SPENT TEN THOUSAND YEARS SEEKING THE PROMISED PLANET. SOON...*

# THE QUEST

*WILL BE ENDED. BE HERE IN THIRTY DAYS!*

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# Fantastic Four®

THE WORLD'S GREATEST COMIC MAGAZINE!

TM

THE FABULOUS FANTASTIC FOUR LEARN THE DARK SECRET OF THE

# QUEST

LOOK UPON THE EVER-CHANGING FACE OF A UNIVERSE *PARALLEL* TO OUR OWN.

THIS IS THE NEGATIVE ZONE.

DEFINITELY SOMETHING THERE, CAPTAIN.

STAN LEE PRESENTS
JOHN BYRNE
STORY & ART

JIM NOVAK
LETTERER

GLYNIS WEIN
COLORIST

AL MILGROM, EDITOR

JIM SHOOTER, SEEKER

ABOARD THE STARSHIP KESTOR'S HOPE...

REPORT, NUMBER ONE. WHAT IS THE NATURE OF THIS OBJECT?

WE SHOW A METALLIC OUTER SHELL, WITH FOUR LIFE FORMS, WITHIN, CAPTAIN.

THEY DO NOT BELONG TO ANY RACE IN OUR MEMORY FILES. BUT THEY MUST BE ADVANCED TO HAVE SPACE-FLIGHT CAPABILITIES.

AN UNKNOWN ALIEN RACE, NUMBER ONE? PERHAPS THEY CAN HELP US FIND THE END OF OUR QUEST.

ACTIVATE TRACTOR BEAMS.

BRING THEM ABOARD!

SECURITY TEAM TO CARGO DECK. PREPARE TO RECEIVE VISITORS.

WITH SURPRISING GRACE AND SPEED THE KESTORANS RACE THROUGH THE HALF-LIGHT.

WHILE, NEARLY A MILE AWAY, AT THE PROW OF THE SHIP...

IN THE CAVERNOUS CARGO HOLD, THE RECENTLY ENGORGED MYSTERY OBJECT HAS OPENED...

YA SURE THIS ATMOSPHERE IS BREATHABLE, *REED*? SMELLS LIKE EVERY LOCKER ROOM IN THE U.S.A.

THE AIR IS CLEARLY VERY OLD, AND OFTEN RECYCLED. MY SENSORS SHOW THIS SHIP TO BE AT LEAST *TEN THOUSAND YEARS OLD, BEN!*

GUESS THAT MEANS IT'S A ROBOT SHIP, HUH? NOT TOO LIKELY A LIVING CREW WOULD KEEP A SHIP IN SERVICE THAT LONG.

DON'T BE TOO SURE ABOUT THAT, *JOHNNY*. I'M GETTING SOME KIND OF LIFE-FORM READINGS.

YOU'RE RIGHT, *SUE*. THERE SEEM TO BE TWO DISTINCT LIFE-TYPES ON THIS SHIP. ONE WITH A NEARLY HUMAN METABOLIC RATE...

AND ONE WITH HEART-BEATS SO SLOW THEY'D BE NEARLY *DEAD* BY OUR STANDARDS.

WELL, I'LL SAY ONE THING, THIS *TWO WEEKS* WE'VE BEEN EXPLORING IN THE *NEGATIVE ZONE* SURE AIN'T BEEN *DULL!*

AND IT'S GETTIN' MORE INTERESTIN' EVERY MINUTE, HOT SHOT. HERE COMES THE WELCOME WAGON.

*MONSTERS!* STAND BACK, KESTORANS! I SHALL DESTROY THEM!

MONSTERS? YOU AIN'T NO *BURT REYNOLDS* YERSELF, BIG GUY...

*HEY!*

SOME KIND OF *ELECTRO-LANCE!* THAT WON'T HURT THE *THING*, BUT IF THESE BIG BOZOS THINK THE FF WILL TAKE THAT LYING DOWN...

...THEY'VE GOT ANOTHER THINK COMING!

*FLAME ON!*

FASTER THAN THE EYE CAN FOLLOW, THE **HUMAN TORCH** STREAKS TOWARD HIS ATTACKERS.

THIS FLAME WALL OUGHTA HOLD 'EM!

**DEMONS!** THEY ARE DEMONS!

THERE WERE **FOUR.** WHERE IS THE SMALLEST ONE? I...

WHA...?!

I'LL JUST RELIEVE YOU OF THAT.

AFTER ALL, FROM THE ZAP YOU GAVE BEN, I'D THINK THESE TOYS ARE TOO DANGEROUS FOR YOU TO BE PLAYING WITH.

MY LANCE HANGS IN MID-AIR! THE SHIP IS **BEWITCHED.**

IT AIN'T WITCHERY, CRINKLE-HEAD! JUST WHAT HAPPENS WHEN FOUR ALL-AMERICAN GOOD-GUYS GET EXPOSED TO **COSMIC RAYS.**

NOW I THINK I'LL JUST FINISH THIS FIGHT QUICK AN' EASY...

STOP!

BY THE LOST MOONS OF KESTOR, AM I CREWED BY IDIOTS? DID I COMMAND THAT YOU ATTACK THESE ALIENS?

LOWER YOUR WEAPONS! REMEMBER *WHO YOU ARE!*

WELL, FROM THE AUTHORITY IN YOUR VOICE I ASSUME YOU ARE THE COMMANDER OF THIS VESSEL. I AM *REED RICHARDS* OF THE PLANET *EARTH.*

I DO NOT KNOW THAT WORLD, BUT I BID YOU *WELCOME.*

I AM CALLED *CAPTAIN.*

YA MEAN, THAT'S *IT*? ONE WORD FROM THIS GUY AN' WE ALL MAKE NICE-NICE?

A LITTLE CAUTIOUS TRUST WON'T HURT, OLD FRIEND. THEY ATTACKED OUT OF FEAR.

IF WE CONTINUE TO DEMONSTRATE WE ARE NO THREAT I THINK WE WILL BE QUITE SAFE.

*AND WITH THOSE SOOTHING WORDS FROM THE MAN CALLED **MISTER FANTASTIC**, THE FOUR TRAVELERS ALLOW THEMSELVES TO BE LED INTO THE SHIP.*

BOY, WOULDJA LOOK AT THIS PLACE, TORCHIE? WHATTA *MESS!*

YEAH. ZERO POINTS FOR HOUSEKEEPING -- UNLESS THEY REALLY HAVE BEEN FLYING THIS TUB FOR TEN THOUSAND YEARS.

THAT IS QUITE TRUE, SMALL ONE.

BUT, BEFORE WE TALK OF SUCH MATTERS, KESTORAN TRADITION BIDS US INVITE STRANGERS TO TABLE...

SOME SET-UP-- AN' SOMETHING SURE SMELLS GOOD!

MMMMM-BOY. I COULD DO WITH SOME REAL FOOD AFTER TWO WEEKS ON THEM *PROTEIN CAPSULES.*

SLOW DOWN, THING. WE DON'T KNOW IF THIS STUFF IS SAFE FOR US TO EAT.

REED--IS IT ALL RIGHT?

MY PORTABLE SENSOR SHOWS NOTHING INCOMPATIBLE WITH OUR BIOLOGY, DARLING. IN OTHER WORDS... *DIG IN!*

NOW, CAPTAIN, I THINK YOU WERE GOING TO TELL US YOUR STORY?

INDEED, REEDRICHARDS. BUT BE WARNED, IT IS AN ANCIENT TALE, AND MANY OF THE TRUTHS HAVE BECOME SHROUDED IN *LEGEND.*

"ONCE THERE WAS A WORLD CALLED *KESTOR,* A GLEAMING BLUE GEM AFLOAT IN A SEA OF PEARLY MOONS.

"FOR A MILLION GENERATIONS OUR CIVILIZATION HAD THRIVED...

"WE HAD BUILT A GREAT TECHNOLOGY, A GREAT CULTURE OF ART AND FAITH.

"WE LIVED IN TOTAL HARMONY WITH OUR WORLD, UNTIL ONE DAY THE WORLD REVOLTED AGAINST US.

"OUR PRIEST-SCIENTISTS DISCOVERED THE TERRIBLE GROUND-QUAKES WERE A TIDAL EFFECT. THE HURTLING MOONS WERE SHIFTING IN THEIR ORBITS.

"KESTOR WAS DOOMED. BUT THERE WAS A SLIM CHANCE OF SURVIVAL FOR OUR RACE. THE HIGH-PRIESTESS MADE HER FATEFUL PRONOUNCEMENT.

"TWENTY THOUSAND OF US WOULD BE CHOSEN TO LEAVE KESTOR--TO SEEK ANOTHER WORLD."

"IT WAS A SIGN OF THE HIGH DEVELOPMENT OF OUR FAITH THAT THERE WAS LITTLE PANIC.

"LOTS WERE DRAWN, SELECTED BY THE INFALLIBLE COMPUTERS OF THE PRIEST-SCIENTISTS. THE SURVIVORS WERE CHOSEN.

"WITHIN A WEEK WE BOARDED OUR GREAT ARK.

"AND NOT A MOMENT TOO SOON. AT THE MOMENT OF LAUNCH THE MOST HORRENDOUS QUAKES RIPPED KESTOR.

"THEN WE LEARNED THE TRUE REASON THE ONCE CONSTANT MOONS HAD WANDERED FROM THEIR TRUE ORBITS...

"AS THE SUN EXPLODED INTO A *SUPER-NOVA!*

"THAT WAS SOMETHING THE PRIEST-SCIENTISTS HAD NOT ANTICIPATED. THE SHIP WAS BUFFETED BY THE FURY OF THE STAR-BLAST.

"DAMAGE WAS INCREDIBLE...

"AND MOST TERRIBLE OF ALL WAS THE DAMAGE TO OUR COMPUTERS IN THE NAVIGATIONAL CORE.

"THE PROGRAMMED DATA ON OUR INTENDED DESTINATION WAS LOST TO US-- *FOREVER!*

"ACTING ON EMERGENCY PROGRAMS THE MAIN COMPUTERS SOUGHT A SOLUTION TO OUR DILEMMA...

"SCANNING OUR PERSONALITY FILES THE COMPUTER DIPPED INTO THE CRYOGENIC CAPSULES IN WHICH ALL 20,000 OF US WAITED IN STASIS...

"FIVE HUNDRED OF US WERE SELECTED. FIVE HUNDRED WHO WOULD NOW ACT AS THE CREW OF *KESTOR'S HOPE*, GUIDING HER THROUGH THE VOID.

"FIVE HUNDRED WHO WOULD NEVER SEE THE FACE OF OUR PROMISED NEW WORLD."

THOSE FIVE HUNDRED WERE OUR ANCESTORS, REEDRICHARDS. MY MULTI-GREAT GRANDFATHER WAS THE FIRST TO BE CALLED *CAPTAIN*. THAT TITLE, AND OUR UNENDING QUEST, HAS BEEN HANDED DOWN FOR HALF A THOUSAND GENERATIONS, AND WILL PROBABLY GO ON FOR A THOUSAND MORE.

PERHAPS NOT, CAPTAIN. ON MY WORLD I HAVE A REPUTATION FOR FIXING THE UNFIXABLE. PERHAPS, IF I COULD SEE THE DAMAGED COMPUTER CORE...

*AND SO...* THERE, MY FRIEND. THE DAMAGE IS BEYOND OUR SKILLS TO REPAIR AND IN ANY CASE THE NAVIGATIONAL CORE IS INACCESSABLE.

OUT OF YOUR REACH, PERHAPS, CAPTAIN...

*TRANTOR'S BONES!*

BUT NOT OUT OF REACH TO *ME!*

AND THAT'S JUST ONE OF THE REASONS HE'S CALLED *MISTER FANTASTIC!*

*WITHIN MINUTES...*

I WAS RIGHT! ALTHOUGH THE DAMAGE TO THE PRIMARY MEMORY SYSTEM *IS* IRREPARABLE, THERE ARE SEVERAL BACK-UP SYSTEMS. MINOR DAMAGE TO THE COUPLINGS PREVENTED THESE FROM FULLY KICKING IN.

BUT *THAT* DAMAGE CAN BE REPAIRED.

AND WITH THOSE WORDS, LET US TURN BRIEFLY AWAY FROM **SUSAN** AND **REED RICHARDS, BEN GRIMM,** AND **JOHNNY STORM...**

AWAY FROM THE MADNESS OF THE **NEGATIVE ZONE...**

PASSING THROUGH THE FOURTH DIMENSIONAL DISTORTION AREA BETWEEN REALITIES...

TO EMERGE IN THE MORE FAMILIAR INSANITY OF OUR OWN UNIVERSE...

WHERE, IN THE SKY SCRAPING METROPOLIS KNOWN AS **NEW YORK...**

WELL, WHY DON'T YOU STOP PLAYIN' WITH IT AN' LET IT GROW ON YOU. OR CALL **JOHNNY** AN' ASK HIM.

I COULD **DIG** SEEIN' HIM AGAIN ANYWAY.

I DUNNO SHARON, IS IT REALLY **ME?**

JOHNNY? WE JUST SAW HIM DAY BEFORE YESTERDAY... BUT, YEAH, MAYBE I WILL...

HELLO, **FANTASTIC FOUR HEADQUARTERS?** COULD I SPEAK TO THE **HUMAN TORCH**, PLEASE?

HE'S NOT? WELL WHEN DO YOU... YOU DON'T?

WELL, THEN, COULD I LEAVE A MESS...

HELLO?

HELLO?

SOMETHING WRONG, JULES? YOU LOOK LIKE YOU'VE SEEN A GHOST.

**TALKED** TO ONE MORE LIKE. I DON'T KNOW WHO THE FF HAVE ANSWERING THEIR PHONES FOR 'EM, BUT THAT VOICE GAVE ME GOOSE BUMPS ON MY GOOSE BUMPS.

SPOOKY!

AS JULIETTE D'ANGELO AND SHARON SELLECK PONDER THAT MYSTERY...

ACROSS TOWN, IN THE TOWER COMPLEX OF THE BAXTER BUILDING...

COLD, METALLIC LAUGHTER RINGS THROUGH THE FANTASTIC FOUR'S HQ.

FOOLS! EARTHLINGS ARE ALL SUCH FOOLS AND CRETINS!

HOW I DESPISE THEIR WHINING VOICES, THEIR SOFT, PULPY BODIES. IT SHALL PLEASE ME GREATLY TO WIPE AWAY FOR ALL TIME THEIR PUNY WORLD, THEIR VERY UNIVERSE!

BUT, AS THE CREATURE CALLED ANNIHILUS WINGS THROUGH DESERTED HALLS.

ARGH! MY MUSCLES SCREAM THEIR ANGUISH... MY LUNGS BURN...

THIS EXO-SKELETAL FORM IS ALL THAT STANDS BETWEEN ME AND THE FINAL VOID.

YET, I MUST SOMETIMES REMOVE THE HELMET, LEST IT THREATEN TO SUFFOCATE ME!

SEE HOW IT MOCKS ME WITH THE IMAGE OF MY TRUE, LOST FACE.

MY TIME RUNS OUT, BUT WITH IT GO THE FINALLY FLEETING MOMENTS OF TWO UNIVERSES -- THIS ONE, AND MY OWN NEGATIVE ZONE.

SOON SHALL REIGN ANNIHILATION!

MEANWHILE--IF SUCH A WORD HAS MEANING WHEN CROSSING DIMENSIONS--IN THE **NEGATIVE ZONE...**

IT SEEMS PERFECT, MY FRIENDS. A WORLD SUCH AS WE HAVE PRAYED FOR.

UNAWARE THEIR LONG-TIME FOE HAS ESCAPED HIS NATIVE REALITY, THE **FANTASTIC FOUR** JOIN IN JOYOUS CELEBRATION ABOARD **KESTOR'S HOPE...**

SENSORS SHOW CONDITIONS NEARLY IDENTICAL TO KESTOR.

DEEP WITHIN THE MIGHTY STARSHIP HIDDEN ENGINES MURMUR TO LIFE AFTER TEN THOUSAND YEARS OF SILENCE. THE LANDING BEGINS.

THEN...

SLOWLY, INEXORABLY, THE SHIP MOVES TOWARDS THE VERDANT SURFACE, AS WITHIN, THE ANTICIPATION GROWS TO ALMOST TANGIBLE TENSION...

AND, AS THE LANDING IS COMPLETED, IN THE HUGE PRIMARY AIR-LOCK...

THE CAPTAIN AND NUMBER ONE ARE ALSO THE HIGH PRIESTS OF THIS SOCIETY, SUE. THESE ROBES ARE AN ANCIENT RELIGIOUS SYMBOL OF RENEWAL AND REBIRTH, THE CREATION OF NEW LIFE OUT OF THE TRADITIONS OF THE OLD.

WITH PONDEROUS SOLEMNITY THE CAPTAIN AND FIRST OFFICER ACTIVATE THE AIR-LOCK.

MECHANISMS UNUSED IN ALL ***HUMAN HISTORY*** GRIND PAINFULLY TO LIFE.

THE GIANT DOOR RISES...

AND THE FIRST KESTORANS TO STEP OUTSIDE THEIR STARSHIP HOME IN TEN THOUSAND YEARS MARCH PROUDLY FORTH INTO THEIR WAITING WORLD...

BUT...

C-CAPTAIN...

GET BACK ON BOARD, NUMBER ONE! QUICKLY! QUICKLY! WE MUST NOT REMAIN IN THIS *MAD* PLACE!

HURRY, CAPTAIN. ALREADY ITS FOUL AIR MAY BE POLLUTING OUR LUNGS!

YOU WERE MISTAKEN, REEDRICHARDS. THIS CANNOT BE THE WORLD WE WERE MEANT TO COLONIZE.

CAPTAIN! WHAT IN THE WORLD... WHAT IS IT? WHAT'S WRONG?

NO KESTORAN COULD KEEP HIS SANITY FACED WITH... *THAT!*

BUT... BUT I DON'T UNDERSTAND. THE ATMOSPHERE, THE GRAVITY, THE PRESSURE, EVEN THE NATIVE FLORA AND FAUNA ARE WITHIN A FRACTION OF A PERCENTAGE POINT OF THE CONDITIONS ON KESTOR. THIS WORLD IS *PERFECT.*

*IT IS NOT!* IT IS ANYTHING *BUT* PERFECT! YOU HAVE FAILED US, REEDRICHARDS. THE *QUEST* MUST GO ON.

NUMBER ONE, FLASH THE BRIDGE. STAND BY ALL DECKS FOR EMERGENCY LIFT OFF.

REED, HOW CAN THIS BE? WHAT WENT WRONG?

I DON'T KNOW, DARLING. EVERYTHING I LEARNED FROM THE KESTORAN DATA FILES INDICATES THIS WORLD IS...

UNLESS...

UNLESS...

OF COURSE! WHAT A FOOL I'VE BEEN!

CAPTAIN, WAIT! IT'S EVOLUTION! DON'T YOU SEE? EVOLUTION!

WHAT?

FOR FIVE HUNDRED GENERATIONS YOU OF THE CREW HAVE LIVED ONLY WITHIN THE HIGHLY CONTROLLED ENVIRONMENT OF THIS STARSHIP. YOU HAVE EVOLVED SO THAT THESE CONDITIONS NOW REPRESENT YOUR NATURAL STATE.

BUT THAT IS NOT TRUE OF THE COLONISTS. FROZEN IN SUSPENDED ANIMATION THEY ARE NOW EXACTLY AS THEY WERE WHEN THEY BOARDED.

NONSENSE!

THE ALMIGHTY SPIRIT CREATED ALL KESTORANS COMPLETE AND UNCHANGING. WE DO NOT "EVOLVE".

FIRE LAUNCH ENGINES!

TERRIBLE THUNDER RIPS ACROSS THE FACE OF THE VIRGIN WORLD. THE GREAT STARSHIP RISES...

CAPTAIN, *NO!* YOU MUST NOT DO THIS! YOU ARE CONDEMNING THE COLONISTS TO AN ETERNITY IN STASIS!

UNHAND ME, REEDRICHARDS! YOU GO TOO FAR!

GUARDS! *SEIZE THEM!*

DO NOT FIGHT AGAINST US, ORANGE ONE. WE ARE TWO TO YOUR ONE.

HEY, WHAT KINDA THANKS IS *THIS?*

LEMME GO YA BLASTID...

REED!

AWRIGHT, THAT *DOES* IT! I DON'T WANNA ARGUE WITH YER RELIGIONS...

BUT MESS WITH MAMA GRIMM'S BOUNCIN' BABY BOY...AN'...

*IT'S CLOBBERIN' TIME!*

THAT SOUNDS LIKE A CUE TO ME...

YAH!

SORRY, TALL, PALE, AN' UGLY... I JUST GOT TOO HOT TO HANDLE...

GOOD WORK, JOHNNY! NOW I'LL JUST SHOW THIS BIG GOON THERE'S MORE TO BEING THE *INVISIBLE GIRL* THAN HE MIGHT THINK.

N-NO AIR! I...I CANNOT *BREATHE...!*

SUZIE MUST BE USIN' HER INVISIBLE FORCE-FIELD! BUT I'LL JUST STICK TA MY OWN, UNSUBTLE METHODS...

*MEANWHILE...*

CLOSE THE HATCH, NUMBER ONE. WE MUST SEAL THEM IN THE AIR-LOCK.

DONE, MY CAPTAIN, BUT...

BLAST! I HAD TO LET GO, OR MY ARMS WOULD HAVE BEEN TRAPPED, EVEN INJURED.

NOW WE'RE LOCKED IN HERE, AND WHO KNOWS WHAT THE CAPTAIN MAY BE PLANNING...

QUICKLY, NUMBER ONE. REEDRICHARDS IS INTELLIGENT ENOUGH TO WORK OUT THE CONTROL SURFACES AND OPEN THAT DOOR. WE MUST ACT BEFORE HE DOES.

ACT? BUT, CAPTAIN, WHAT ARE YOU GOING TO DO? OUR OWN PEOPLE ARE TRAPPED IN THAT AIRLOCK WITH THE ALIENS.

THEN THEIR NAMES HEREAFTER SHALL BE RECORDED AS THOSE OF ***MARTYRS*** TO THE NOBLE CAUSE OF KESTORAN SURVIVAL.

THE ALIENS ARE TRULY ***DEMONS***, NUMBER ONE, SENT BY SOME UNHOLY FORCE TO TEST OUR FAITH.

THEY MUST BE ***EXPUNGED***, FLUSHED INTO SPACE BEFORE THEY CAN ***CORRUPT*** ANY OF THE CREW.

CAPTAIN... ***NO!*** DO NOT DO THIS THING! THE LIFE OF ANY KESTORAN IS TOO PRECIOUS TO WASTE!

LISTEN... LISTEN, THERE IS A DREAD ***SECRET*** YOU MUST KNOW...

*SLOWLY, CAREFULLY, THE FIRST OFFICER SPEAKS, THE WORDS ALMOST A **LITANY**, A TERRIBLE DARK **TRUTH** HANDED DOWN THROUGH THE GENERATIONS AND NOW STABBING INTO THE CAPTAIN'S VERY SOUL LIKE DAGGERS OF FLAME.*

N-NO...

AND SOON...

ATTENTION, ALL HANDS. THIS IS THE FIRST OFFICER. LAY DOWN YOUR WEAPONS. CEASE YOUR ATTACK ON THE ALIENS. I REPEAT, LAY DOWN YOUR ARMS...

STOP! ALL OF YOU, LISTEN!

LOOK! THE HATCHES ARE ALL OPENING!.. WE'RE *FREE!*

WITHOUT ANOTHER WORD THE *FANTASTIC FOUR* RACE ALONG THE PATH THEY SAW THE CAPTAIN TAKE...

HURRY *THING!* SOMETHING *BIG* MUST BE HAPPENING!

I *AM* HURRYIN', HOT-SHOT! BUT I AIN'T JET-PROPELLED LIKE *SOME* PEOPLE!

*BUT...*

REED... THE CAPTAIN...

NUMBER ONE... WHAT...?

THE CAPTAIN IS *DEAD*, REEDRICHARDS. I HAVE DIVULGED AT LAST THE SECRET GUARDED BY FIVE HUNDRED GENERATIONS OF MY ANCESTORS, AND THAT SECRET WAS TOO MUCH FOR THE CAPTAIN'S HEART AND MIND TO BEAR.

SECRET? WHAT SECRET? WHAT'S GOIN' ON HERE?

FIVE HUNDRED GENERATIONS AGO, WHEN THE GREAT SUN OF KESTOR EXPLODED THE DAMAGE THIS SHIP SUSTAINED WAS NOT ONLY TO THE NAVIGATIONAL CORE.

THE MOST TERRIBLE DAMAGE WAS TO THE VERY *HEART* OF THE SHIP. TO THE CRYOGENIC CAPSULES. OF THE 20,000 WHO BOARDED ONLY 500 SURVIVED.

ONLY MY ANCESTOR, ONE OF THOSE 500, WAS DEEMED EMOTIONALLY STRONG ENOUGH BY THE COMPUTERS TO BEAR THE *TRUTH*, TO LEARN WHAT HAD HAPPENED TO OUR GRAND SCHEME OF SURVIVAL. IT WAS SHE WHO DEVISED THE *GREAT LIE*, TO SAVE THE OTHERS FROM THE MADNESS AND DESPAIR WHICH HAVE NOW CLAIMED MY CAPTAIN...

MY LIFE-MATE...

*SOME TIME LATER...*

GOOD BYE, NUMBER ONE. I'M SORRY THAT I WAS NOT ABLE TO TRULY HELP...

DO NOT APOLOGIZE, REEDRICHARDS. I HAD CHERISHED A TINY HOPE THAT ACTUALLY FINDING OUR PROMISED WORLD WOULD SET US FREE...

BUT, ALAS, YOU WERE RIGHT. WE *HAVE* CHANGED, IN 500 GENERATIONS. THIS SHIP IS OUR ONLY HOME, NOW.

*SAD FAREWELLS COMPLETED, THE FANTASTIC FOUR BOARD THEIR SMALL EXPLORATORY MODULE.*

*LIKE SOME STRANGE FLOWER CLOSING AGAINST THE END OF THE DAY THE TINY CRAFT SEALS ITSELF...*

*AND, WITHIN SECONDS, IS HURTLING ONCE MORE INTO THE EMPTINESS BEYOND.*

*AND KESTOR'S HOPE?*

*ITS VOYAGE WILL CONTINUE. THE CREW WILL BE TOLD THAT THE PLANET WAS UNSUITABLE.*

*THE CAPTAIN'S MEMORY WILL BE FOREVER HONORED IN THE LEGENDS OF THE LAST KESTORANS.*

*THE QUEST, THE UNENDING QUEST WILL GO ON...*

**NEXT ISSUE:** THE FF FACE TREACHERY AND DECEIT AND... **THE MINDS OF MANTRACORA.** IT ALL HAPPENS IN 30 DAYS! DON'T MISS IT!

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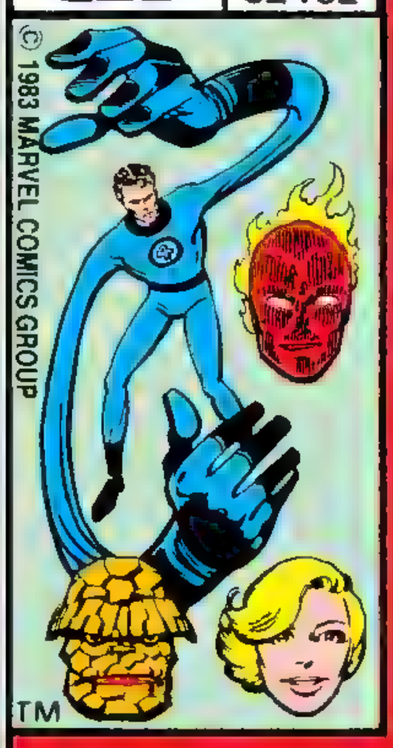


# Fantastic Four®

THE WORLD'S GREATEST COMIC MAGAZINE!

THE MINDS OF-- MANTRACORA!

BYRNE

WILL THE FABULOUS FANTASTIC FOUR FALL VICTIM TO THE TERRIBLE POWER OF...

# THE MINDS OF MANTRACORA

ON A WORLD NOT EARTH, IN A UNIVERSE NOT OUR OWN...

A BLUE SUN BLISTERS THE SURROUNDING DESERT, STIRRING WINDS THAT SEAR FLESH AND SAND DEVILS THAT SCOURGE THE EYES.

BUT, JUST HERE, THE AIR IS COOL, AND FROM A DISTANCE IS HEARD THE GENTLE MUSIC OF FOUNTAINS.

SLOWLY, THE MURMURING VOICES OF THE APPROACHING THRONG DROP TO SILENCE.

THE HOUR IS STRUCK!

LET THE *CHOSEN* STEP FORWARD!

STAN LEE PRESENTS: / JOHN BYRNE WRITER/ARTIST / JIM NOVAK LETTERER / GLYNIS WEIN COLORIST / AL MILGROM EDITOR / JIM SHOOTER OVERMIND

THROUGH THE PARTING CROWDS THEY STEP FORWARD, HEADS HIGH WITH PRIDE, HEARTS FLUTTERING WITH WILD ANTICIPATION.

WE ARE THE ***CHOSEN***, O GREAT ***TARANITH***. WE ARE THE ASCENDANT SOULS WHO THIS DAY CLAIM OUR RIGHTFUL PLACE IN THE BROTHERHOOD.

THEN LET YOUR HEADS BE BARED.

THEIR COMPLEX HEADGEAR IS QUICKLY REMOVED. GOLDEN FINGERS PROBE THE CONTOURS OF THEIR SKULLS.

FROM SOMEWHERE DEEP WITHIN THE TOWERING KEEP A DRONING HUM RISES, AS IF SCORES OF VOICES CHANTED IN PRAYER.

THEN...

THEY ARE... ***WORTHY!***

THE EXPLOSION OF JOYOUS EMOTION IS LIKE A GREAT COILED SPRING UNLEASHED.

QUICKLY THAT JUBILATION IS LEFT BEHIND.

BEYOND THE ORNATE PORTAL, THE DARKNESS CLOSES ABOUT THE CHOSEN ONES.

DEEPER AND DEEPER INTO THE VAST KEEP THEY FOLLOW THEIR NOW SILENT LORD.

AND DEEPER GROWS THE DARKNESS, AND WITH IT THE AIR CHANGES...

THEN...

AN ANCIENT MUSTINESS ASSAULTS THEIR NOSTRILS. THIS IS **NOT** WHAT THEY EXPECTED.

AND, AS THE GREAT DOORS GRIND OPEN...

THEIR SCREAMS ARE BRIEF AND TERRIBLE...

AND GO UNHEARD BY THE HAPPY CELEBRANTS FAR ABOVE...

TWO DAYS LATER, AN HOUR'S TRAVEL AWAY BY CREAKING WAGON-RIDE...

WE WERE LUCKY TO FIND THAT FARMER WILLING TO HIDE OUR SHIP AND LEND US THIS CART.

BUT, THESE CLOTHES! I HOPE NOBODY EXPECTS ME TO DO ANY RUNNING IN THIS ABSURD SKIRT!

NOT TO WORRY, *SUE* DARLING! THIS SHOULD BE A PEACEFUL, EASY VISIT.

THAT'S EASY FER YOU TA SAY, BIG BRAIN. YOU AIN'T ALL BUNDLED UP LIKE ALI BABA'S GRANNY.

NOW, *BEN*...

IT WILL BE DIFFICULT ENOUGH FOR US TO PASS AS NATIVES OF THIS PLANET. PLEASE DON'T CAUSE TROUBLE.

I'M NOT SURE WHY WE HAVE TO GET ALL DISGUISED ANYWAY, *REED*.

WE'VE BEEN IN THE *NEGATIVE ZONE* FOR TWO MONTHS NOW, AND THIS IS THE FIRST TIME YOU'VE CALLED FOR SECRECY.

I'M AWARE OF THAT, *JOHNNY*. BUT THIS IS ALSO THE FIRST TIME WE'VE ENCOUNTERED ENERGY READINGS SUCH AS THOSE I MONITORED BEFORE TOUCHDOWN...

THERE'S SOMETHING QUITE *ODD* IN THAT CITADEL UP AHEAD.

"QUITE ODD?" NOW THAT'S ABOUT TH' MOST ***BRILLIANT*** STATEMENT YOU'VE MADE IN THE TWENTY-ODD YEARS I'VE KNOWN YA.

THIS HERE'S THE ***NEGATIVE ZONE***--A WHOLE 'NOTHER DIMENSION, PARALLEL TA OUR OWN--I'D SURE LIKE TA KNOW WHAT YER USIN' AS A SCALE OF WHAT'S ODD AN' WHAT AIN'T.

SIMPLE POWERS OF OBSERVATION, OLD FRIEND. EVEN IN AN ALTERNATE REALITY SUCH AS THIS, THERE MUST BE A DEGREE OF COHERENCE; ***PHYSICAL LAWS.***

AND THE ENERGIES I'VE DETECTED HERE ARE QUITE DIFFERENT FROM THE GENERAL EMMISSIONS OF THE PLANET.

ERGO: ***ODD.***

AS THE CART ROLLS INTO THE BUSTLING MARKETPLACE...

MASTER...?

YES, YES, THEY BE OF INTEREST. FOLLOW YOU CAUTIOUSLY, AND TRY TO GAIN A CLOSER VANTAGE POINT.

COULD IT BE? AFTER ALL THESE LONG YEARS? ALIENS? OUTWORLDERS?

AND THAT ONE... YES, THE POWER OF HIS INTELLECT IS GREAT INDEED.

HE IS THE FINAL PIECE OF THE PUZZLE.

THUS...

SO, YOU BE STRANGERS FROM... THE NORTH?

YES. WE'LL ONLY BE IN TOWN A DAY OR SO, THEN WE'LL BE MOVING SOUTH.

NOT MUCH SOUTH THAT'S KNOWN TO ME. WHAT BE YOUR BUSINESS?

WE'RE... TRADERS. WE ARE LOOKING FOR NEW CUSTOMERS, NEW ROUTES.

I SEE...

EVENTUALLY...

THERE BE TWO ADJOINING ROOMS YOU CAN HAVE DOWN HERE. JUST YOU AND YOUR WIFE AND YOUR BROTHER?

NO, OUR COMPANION WILL BE JOINING US. HE'S GUARDING THE WAGON.

AFTER THE INNKEEPER HAS DEPARTED...

GUESS I'LL DO SOME NOSING ABOUT.

GOOD IDEA, JOHNNY. I WANT TO SET UP SOME SCANNING INSTRUMENTS TO CONFIRM MY PRIOR READINGS.

WHY DON'T YOU COME BACK IN AN HOUR OR SO, BABY BROTHER?

AND, ON THE STREET...

WHAT'S THE GOOD WORD, SQUIRT?

OH, REED AND SUE ARE GOING TO BE... BUSY FOR A WHILE, I THINK. WHAT SAY YOU AND I SCOUT THE TERRAIN?

FINE BY ME. IS IT AN ELECTRIC TERRAIN, OR A CHOO CHOO TERRAIN?

OH, VERY DROLL. YOU'VE BEEN READING TOO MUCH HARVEY KURTZMAN AGAIN.

YEAH, WELL AT LEAST I'VE BEEN READIN! ONLY TIME I SEE YOU WITH A BOOK IS IF YER CHAIR'S TOO SHORT. AN' THEN YA SIT ON IT.

WITTY, *THING*, WITTY.

BUT, AS THE FAMILIAR, FRIENDLY FEUD CONTINUES...

MASTER?

STAY CLOSE, KEEP AN EYE ESPECIALLY ON THE LARGE ONE. HE INTERESTS ME.

WHOA! HEY, THIS LOOKS LIKE SOME TERRAIN WE SHOULD INVESTIGATE.

AW, GIMME A BREAK, TORCHIE. LOOKS A WHOLE LOT LIKE TH' LOCAL HOUSE OF ILL-REPUTE TA ME.

NAH... IT'S PROBABLY JUST A NIGHT-CLUB OR SOMETHIN'. BESIDES, WHAT CAN IT HURT TO WIN-DOW SHOP?

WELL... DON'T TOUCH THE MERCHANDISE, HUH?

IN A PLACE LIKE THIS IT COULD COST YA SOME FINGERS...

OR WORSE...

HOLY...

NOW! GET HIS PURSE!

FLEE, MY SISTERS! LET OUR BROTHERS DO THEIR WORK!

I DON'T BELIEVE IT! A WHOLE *DIMENSION* AWAY FROM NEW YORK AND I RUN INTO A BUNCH OF *MUGGERS!*

WELL, SORRY, GUYS, BUT EVER SINCE DOC DOOM BEAT THE TAR OUTTA ME I'VE BEEN WORKIN' OUT.*

I AIN'T EXACTLY *IRON FIST*, BUT I THINK I'M ENOUGH FOR YOU CLOWNS...

*SINCE ISH #246 TO BE EXACT-- EDITORI-AL.

HOLD FAST, FAT ONE. YOU CANNOT FIGHT AS THE YOUTH DOES.

FAT? FAT? AN' ME SO CAREFUL WITH MY DIET! YOU GUYS SURE KNOW HOW TA HURT A GIRL...

GIRL? YOU ARE...?

!?!?!

JUST AN EXPRESSION, BRIGHT BOY.

NO POINT IN TRYIN' TA HIDE WHO WE ARE NOW.

CUT LOOSE, KID. THE CAT'S OUTTA TH' BAG.

THAT'S MUSIC TO MY EARS, THING. LET'S SEE HOW THESE TOUGHS LIKE DEALING WITH THE *HUMAN TORCH!*

*FLAME ON!*

*AIEEAH!*

HUMPH!

LOOKS LIKE ALL TH' FIGHT'S GONE OUTTA THEM ALLUVA SUDDEN.

YARGH!

FLEE! FLEE! THEY ARE MONSTERS!

THEY'RE RUNNIN' AWAY. WE'D BETTER GET AFTER 'EM!

LET 'EM GO, BEN. THEY'RE JUST THUGS. WE GOTTA GET BACK TO THE HOTEL.

WE'VE GOT TO TELL REED AND SUE OUR COVER'S BLOWN...

AND, AT JUST THAT MOMENT...

...DEFINITELY ORIGINATE NEAR HERE. I THINK AFTER SUNSET IT WOULD BE WISE TO HAVE A CAUTIOUS LOOK AT THAT TOWER AND ITS IMMEDIATE ENVIRONS.

I'M STILL NOT CERTAIN WHAT YOU EXPECT TO FIND. THOSE ENERGY READINGS ARE UNLIKE ANY WE'VE PREVIOUSLY ENCOUNTERED IN THE NEGATIVE ZONE--OR ANYWHERE ELSE, FOR THAT MATTER.

PRECISELY THE REASON FOR MY PARTICULAR INTEREST. THIS COULD PROVE THE MOST EXCITING FIND OF OUR EXPLORATIONS.

WELL, I'M JUST GLAD YOU DIDN'T FIND IT ALL SO PRESSING YOU COULDN'T AFFORD A FEW MINUTES FOR YOUR WIFE.

ALWAYS, MY DARLING. NEVER DOUBT THAT YOU ARE THE MOST IMPORTANT...

SUDDENLY...

SEIZE THEM!

WHAT IN...

REED!

DEFENSIVE ALERT, SUE! WE'LL SHOW THESE THUGS THEY'VE TAKEN ON MORE THAN A PAIR OF UNWARY TRAVELERS!

IT... IS NOT POSSIBLE!

AND, AS THE AMAZING ELASTIC BODY OF THE MAN CALLED MISTER FANTASTIC ENVELOPS THE INTRUDERS...

IT'S USELESS TO STRUGGLE! SURRENDER!

I WAS NOT TOLD THE STRANGER POSSESSED SUCH POWERS...

AND WHERE IS THE GIRL?

I DID NOT SEE HER LEAVE. HOW COULD SHE...

MY FOOT!

NO, NOT YOUR FOOT...

YOUR HEAD...

UNGH!

*THE VERY AIR SEEMS TO THICKEN AS THE **INVISIBLE GIRL** RETURNS TO VIEW...*

WELL, ***THEY*** DIDN'T LAST LONG. HADN'T WE BETTER...

HOLD!

WHO...?

I AM ***TARANITH GELSTAL***, HIGH LORD OF THE KEEP, RULER OF MANTRACORA!

BY MY COMMAND, LET THIS FOOLISH BATTLE CEASE!

AND, IF "MEANWHILE" HAS ANY VALUE WHEN PASSING FROM ONE DIMENSION TO ANOTHER...

ON OUR OWN PLANET EARTH, DEEP IN THE HEART OF PERHAPS HER GREATEST CITY...

IN ONE OF THE MANY LABS ATOP THE FAR-FAMED **BAXTER BUILDING**...

THE SOUNDS OF FRANTIC ACTIVITY ECHO THROUGH THE OTHERWISE DESERTED HEADQUARTERS OF THE **FANTASTIC FOUR.**

**DONE!** I HAVE STRIPPED AWAY THE POWER-CORE TO THE NEGATIVE ZONE ACCESS PORTAL, AND ADAPTED THE GENERATORS.

I NEED NOW ONLY CLOSE A SINGLE SWITCH...

AND, AS THE METAL GAUNTLETED HAND OF **ANNIHILUS** CLOSES OVER THAT FATEFUL SWITCH...

IN THE PUBLIC OFFICES ON THE THIRTY FLOORS BENEATH F.F. HEADQUARTERS, SOMETHING STIRS...

THEY CANNOT PUT A NAME TO THE FEELING WHICH GRIPS THEM...

THE RADIATIONS OF ANNIHILUS'S MACHINES TOUCH HIDDEN DEPTHS WITHIN HUMAN MINDS.

PEOPLE POUR FROM THE TOWERS ABOUT THE BAXTER BUILDING, A SWIRLING TIDE OF HUMANITY...

ONE THOUGHT POSSESSES ALL--TO RUN, TO FLEE, TO GET AWAY...

NOT THREE BLOCKS DISTANT...

IF YOU'RE QUITE FINISHED WITH YOUR FANS, *SHE-HULK*, PERHAPS WE COULD CONTINUE WITH THIS APARTMENT HUNTING.

SORRY, *JAN*, I JUST DON'T CARE FOR MEN WITH FRESH MOUTHS. THIS SORT OF THING WOULD NEVER HAPPEN IN *CALIFORNIA*.

OH, FER SHURE...

AND AS TO FINDING AN APARTMENT...

I'D BE MORE THAN HAPPY TO SETTLE FOR A NICE LITTLE CONDO WITH A HOT-TUB.

AND A PACIFIC OCEAN VIEW, NO DOUBT. SORRY, *JEN*, BUT THIS IS *NEW YORK*, NOT L.A. YOU'LL HAVE TO SETTLE FOR THE SAUNA AT *AVENGERS MANSION*.

I'M STILL NOT SURE WHAT YOU'VE GOT AGAINST LIVING THERE.

I JUST CAN'T GET BEHIND THE IDEA OF LIVING WHERE I WORK...

YIKE!

STAMPEDE! IT'S A PANIC! WHAT COULD BE...

HEY, SLOW DOWN FELLA. WHAT'S WRONG? WHAT'S HAPPENING?

SHE-HULK, BE CAREFUL!

B-BACK THERE... S-SOMETHING... DON'T KNOW WHAT IT IS... *HORRIBLE!* MADE ME RUN! MADE US ALL RUN!

HOT DOG! I WAS HOPING SOMETHING WOULD HAPPEN TODAY TO BREAK UP THE MONOTONY...

SO FAR THIS AFTERNOON HAS BEEN A BIG, DULL...

THUD

SHE-HULK!

WHAT HAPPENED? ARE YOU HURT?

TO COIN A PHRASE, *WASP*, ONLY MY PRIDE. I HIT... I HIT... I'M NOT SURE *WHAT* I HIT...

IT'S SOME KIND OF *INVISIBLE BARRIER.*

LOOK OUT, JAN. I'M GOING TO FIND OUT HOW DEEP IT GOES...

*BUT...*

IT'S NO GOOD. ALL YOU'LL DO IS DROWN IN SEWAGE.

AND MY *STING* DOESN'T SEEM TO HAVE ANY EFFECT EITHER.

BUT... AT CLOSE RANGE YOUR STING CAN KNOCK DOWN A *WALL!*

WASP... THIS IS IMPOSSIBLE! WE'RE *AVENGERS!* *NOTHING* CAN STOP US!

SHE-HULK, I'VE GOT THE STRANGEST FEELING IT JUST DID...

BACK IN THE NEGATIVE ZONE...

A THOUSAND APOLOGIES, OUTWORLDERS. THESE MEN WERE SENT SIMPLY TO TENDER AN INVITATION TO JOIN ME AT THE KEEP. WE HAVE MUCH TO TALK OF, YES?

SUCH AS WHY YOU GIVE SUFFICIENTLY NON-SPECIFIC ORDERS TO YOUR SERVANTS THAT AN ESCORT BECOMES AN ASSAULT...?

IT'S AN OLD SONG, TARANITH GELSTAL. FLUNKIES ALWAYS SAY THEY WERE JUST FOLLOWING ORDERS.

AND THE PEOPLE WHO GAVE THEM ALWAYS SAY THEY WERE MISUNDERSTOOD.

NEVERTHELESS, ENTRY TO THE KEEP IS WHAT YOU DESIRE, IS IT NOT?

A GOOD POINT. THAT STRUCTURE IS CLEARLY THE CENTER OF THE ENERGY READINGS. IF WE WISH TO INVESTIGATE WE MUST ACCEPT HIS OFFER, SUE.

YOU KNOW BEST, DARLING. BUT I'M NOT LETTING MY GUARD DOWN FOR A MOMENT.

THUS, A FEW MINUTES LATER...

YOU SEEM UNSURPRISED THAT WE ARE ALIEN TO THIS WORLD, TARANITH.

I AM A SCHOLAR, RICHARDS. THE SKY IS FILLED WITH WORLDS. SHOULD I THINK THEM ALL BARREN?

REED! SUE! WE'VE BLOWN OUR COVER! THESE PEOPLE KNOW WE'RE ALIENS!

YOU'RE A LITTLE LATE WITH THAT NEWS, BABY BROTHER!

WE'VE ALREADY MADE CONTACT WITH THE CITY RULER.

AS THE SETTING BLUE SUN ETCHES DEEPENING SHADOWS AGAINST THE NORTHERN FACE OF THE SKY-CLAWING KEEP...

...WITHIN, AN ATMOSPHERE ALMOST FESTIVE PERMEATES THE ANCIENT STONES.

I MUST SAY, TARANITH, THIS HAS BEEN ONE OF THE FINEST MEALS I HAVE EVER EXPERIENCED.

YEAH. GOOD GRUB.

MORE HALANTH, REED RICHARDS?

PERHAPS HALF A CUP MORE. IT'S VERY GOOD.

CURIOUS. OUR PORTABLE SCANNERS SHOW THE FOOD AND DRINK TO BE DRUG FREE, YET THIS DRAFT TASTES DISTINCTLY OF BAR... BIT... UR...

REED...?

REED!

...ATES...

ABRUPTLY...

HEY! WHO TURNED OUT THE LIGHTS?

DON'T SWEAT IT, THING! YOU'VE GOT YOUR OWN LIVING LIGHT SOURCE RIGHT HERE...

FLAME ON!

WHAT TH...

REED! THE TARANITH! EVERYONE... EVERY*THING'S GONE!*

I KNEW IT! I KNEW THAT REFUGEE FROM *ZARDOZ* COULDN'T BE TRUSTED!

THE ROOMS... THE BANQUET... EVERYTHING MUST HAVE BEEN SOME KIND OF ILLUSION! BUT MY POWER TO MAKE THE INVISIBLE VISIBLE IS HAVING NO EFFECT ON THESE WALLS.

NOT TA WORRY, SUZIE! WE MAY NOT BE ABLE TA *SEE* TH' WALLS...

BUT I CAN *FEEL* THE FLOOR, AN' WHAT I CAN FEEL...

I CAN RIP UP!

HOLY...

METAL! A CURVING SURFACE BENEATH THE FLOOR...!

ELSEWHERE...

HIS MIND FIGHTS AGAINST ANOTHER KIND OF DARK-NESS.

HIS EYELIDS FEEL WEIGHTED WITH LEAD. IT IS ALL HE CAN DO MERELY TO OPEN THEM.

WHAT...

THE STENCH ASSAULTS HIM.

DECAY, AND UNWASHED FLESH, MINGLING WITH AN ALIEN SCENT...

HORRIBLE, STRANGLING...

AH, YOU ARE AWAKE AT LAST, REED RICHARDS. EXCEL-LENT. SINCE YOU ARE TO BE THE FINAL KEY WHICH FOREVER UNLOCKS MY PRISON HOUSE, IT IS FITTING YOU SHOULD KNOW YOUR FATE BEFORE IT BEFALLS YOU.

YOUR SPEECH PATTERNS HAVE CHANGED.

I'M NOT *HEARING* YOU. IT'S TELEPATHY!

OF COURSE. DO YOU IMAGINE I HAVE ENJOYED ALL THE YEARS OF AGONY COAXING FROM MY THROAT THE ABHORRENT NOISE THESE CREATURES CALL SPEECH?

AH... I SEE BY YOUR FACE THAT YOU HAVE NOT MADE THE FINAL CONNECTION, HAVE NOT ASSEMBLED ALL THE PIECES OF THE PUZZLE.

LET ME ADD THE LAST ONE.

LIKE YOURSELF I AM NOT A NATIVE OF THIS PATHETIC WORLD. MY SHIP CRASHED HERE THIRTY SUN-CYCLES AGO. I FOUND A WORLD OF PRIMITIVE BARBARISM.

THE MASKED ROLE OF TARANITH SEEMED SUITED TO THE DECEPTION I FELT I MUST PRACTICE, SO I SLEW THE MAN IN THAT POSITION AND TOOK HIS PLACE.

THAT, OF COURSE, REQUIRED A CERTAIN MODIFICATION OF MY TRUE FORM...

BUT NOW THE LONG WAIT IS ENDED.

I NEED BUT DEPRESS A FINAL SWITCH, AND YOU SHALL OPEN MY CAGE AND SET ME FREE!

MEANWHILE...

IT'S NO USE, SIS. EVEN A PINPOINT CONCENTRATION OF MY ***NOVA FLAME*** IS BARELY TOUCHING IT.

STOP, JOHNNY. WE MAY NEED YOUR FLAME LATER.

:SIGH: JOHNNY'S NOVA FLAME CAN LAY WASTE A CITY, BUT THIS HOLE IS BARELY BIGGER THAN MY HAND.

WHAT CAN THIS METAL BE FOR?

DON'T WORRY, BEAUTIFUL. LEAVE IT TA YER UNCLE BENJY.

THIS METAL MAY BE HEAT RESISTANT, BUT THAT HOLE IS ENOUGH FER ME TA GET A HOLD...

AN' THOUGH IT DON'T REALLY APPLY JUST HERE...

IT'S CLOBBERIN' TIME!

RAKTTKT!

HUH! SOME KINDA MACHINERY! I'VE GOT ME THE STRANGEST FEELIN' THIS IS SOME KINDA *SHIP.*

CAREFUL, BEN. DON'T SLIP ON MY INVISIBLE FORCE FIELD RAMP.

THESE WALLS ALMOST LOOK ALIVE. I'M GONNA SCOUT AHEAD.

THE HOT-SHOT'S RIGHT FER A CHANGE. I DO GET THE FEELIN' WE'RE MAKIN' LIKE PINNOCHIO.

THIS ISN'T MONSTRO THE WHALE, BEN. THIS IS AN ALIEN SHIP. AND I SUSPECT *ITS CAPTAIN* HAS REED.

*MINUTES LATER...*

STAND BACK, KIDDIES, I'M GONNA MAKE A RUDE ENTRANCE...

THAT... STENCH...

REED!

HE'S ALL WIRED INTO THAT CRAZY MACHINE!

NOT FER LONG, TORCHIE!

C'MERE, STRETCHO. I'M DYIN' TA HERE YA TRY ONE OF YER MILLION BUCK EXPLANATIONS OF THIS GADGET.

REED?

REED!

FOOL! YOU ARE TOO LATE!

MY MECHANISM HAS DRAINED HIS INTELLECT INTO THE LIVING MATRIX OF MY SHIP. HIS, ALONG WITH ALL THE OTHERS I HAVE DRAINED WILL PROVIDE THE PSIONIC POWER I NEED TO BLAST AWAY FROM THIS SCRAP OF DUST AND RETURN HOME.

TO SHOW MY GRATITUDE FOR YOUR LEADER'S ASSISTANCE I WILL NOT NOW DESTROY YOU ALL, AS I HAD PLANNED. INSTEAD I WILL LEAVE YOU HIS BODY, ALIVE BUT MINDLESS.

PERHAPS SOMEDAY YOU MAY EVEN SUCCEED IN FULLY RE-EDUCATING HIM, THOUGH THE MAN YOU ONCE KNEW IS FOREVER DEAD!

*TELEPATHIC LAUGHTER DRIVES DAGGERS OF ICE DOWN THE SPINES OF THE THREE PARTNERS.*

*SUSAN RICHARDS GAZES INTO THE EMPTY EYES OF HER HUSBAND AND FEELS A PAIN BEYOND KNOWING TWIST HER SOUL.*

*THE ALIEN'S WORDS RING AGAIN AND AGAIN IN HER SKULL.*

*"FOREVER DEAD."*

*FOREVER DEAD!*

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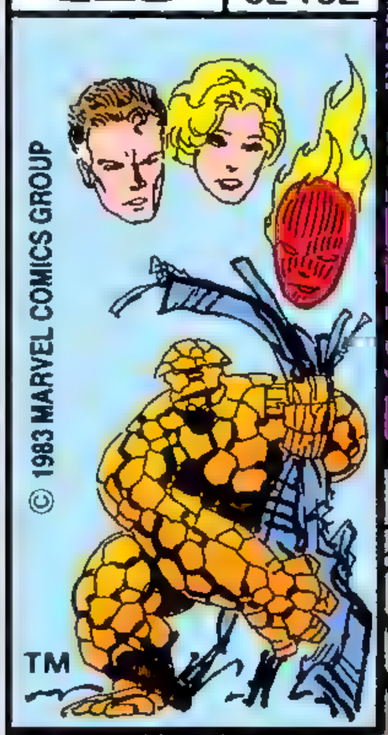
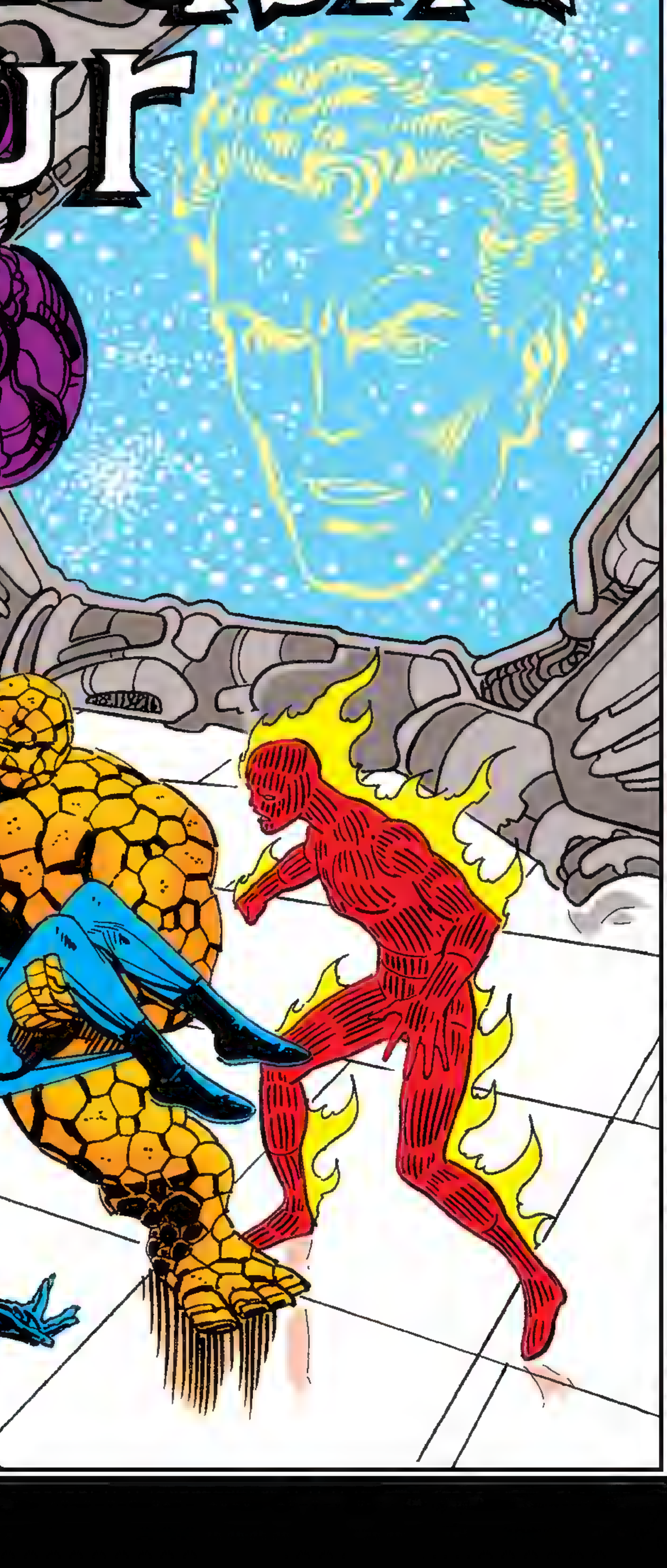
# Fantastic Four




IT CAN'T BE! REED IS... DEAD!



BYRNE 1982

CONTINUING THE GREAT NEGATIVE ZONE SAGA!

# TRAPPED!

AN EARLY SPRING SWEETENS THE POLLUTED AIR OVER THE ISLAND OF **MANHATTAN.**

TO ONE WHOSE HEIGHTENED SENSES CAN DETECT THE FAINTEST ODOR IN THE EVERYDAY MIRE OF SMELLS, THE CHANGE IS MOST WELCOME.

**SIGHTLESS**, HE MOVES ACROSS THE MAN-MADE CANYONS AS EASILY AS ANOTHER MAN MIGHT TRAVERSE A SIDEWALK.

HE IS **DAREDEVIL**, THE MAN WITHOUT FEAR!

STAN LEE PRESENTS: | JOHN BYRNE CHRONICLER | JIM NOVAK LETTERER | GLYNIS WEIN COLORIST | AL MILGROM EDITOR | JIM SHOOTER TALL

IN THE YEARS SINCE AN ACCIDENT WITH A CANISTER OF RADIOACTIVE MATERIAL ROBBED YOUNG **MATT MURDOCK** OF HIS SIGHT, HE HAS FOUGHT AN ENDLESS WAR ON **CRIME**, BOTH AS THE COSTUMED CRUSADER, **DAREDEVIL** --AND AS MATTHEW MURDOCK, ATTORNEY-AT-LAW!

IT HAS NOT BEEN EASY. THE ACCIDENT GAVE HIM SUPER-SENSITIVE HEARING, TOUCH, SMELL, TASTE...

...AND SOME RANDOM ELEMENT REPLACED HIS LOST SIGHT WITH AN UNERRING **RADAR SENSE.**

BUT IT HAS TAKEN LONG HOURS OF WORK AND TRAINING TO HONE HIS BODY TO ITS ALMOST PERFECT PHYSICAL CONDITION.

NOW HE IS AS MUCH AT HOME BOUNDING ACROSS THE ROOFTOPS OF THE BIG APPLE--

--AS HE IS DEFENDING THE INNOCENT IN HER PROUD COURTS OF LAW.

BUT, ON THIS PARTICULAR SPRING MORNING, A SURPRISE AWAITS DAREDEVIL...

UNGH!

STUNNED BY THE IMPACT, HE DROPS LIKE THE PROVERBIAL STONE.

ANOTHER MAN WOULD SURELY PLUNGE TO A MESSY DEATH ON THE GRIMY SIDE - WALK TWELVE FLOORS DOWN.

BUT DAREDEVIL IS NOT ANOTHER MAN.

EVEN BEFORE HIS CONSCIOUS MIND IS FULLY ACTIVE, HIS FINELY TUNED INSTINCTS ARE IN OVERDRIVE.

HE WILL NOT FACE THE FINAL DARKNESS THIS DAY.

BUT HE WILL TRY TO FIND OUT WHAT IT WAS HE HIT.

WHEN HE LANDS, HE LANDS RUNNING.

POST NO BILLS

I DON'T KNOW WHAT IT WAS I STRUCK--IT DIDN'T ALERT MY HYPER-SENSES BEFORE-- BUT IT SHOULD BE NEAR HERE IF IT REACHES TO THE GROUND...

STRAINING EVERY IOTA OF HIS POWER HE MOVES SLOWLY FORWARD.

HERE! WHATEVER IT IS, IT'S RIGHT HERE--A SMOOTH ALMOST FRICTIONLESS SURFACE, SOLID AS STEEL.

BUT... BUT MY RADAR-SENSE CAN'T DETECT ANYTHING BUT ***EMPTY AIR.***

WHAT ON EARTH CAN IT BE!?

FOR THE BEGINNINGS OF AN ANSWER...

WHERE, IN ONE OF THE MANY LAB AREAS OF THE FIVE STORY COMPLEX AT THE TOP OF THE BUILDING...

WE MUST TURN OUR ATTENTION NORTH, TO THE VERY CENTER OF THIS STRANGE ***NULL FIELD***, THE WORLD FAMOUS BAXTER BUILDING HEADQUARTERS OF THE ***FANTASTIC FOUR.***

THE HOUR GROWS EVER NEARER!

SOON--***VERY*** SOON, MY GREAT SCHEME WILL SEE ITS TERRIBLE FRUITION--THE ***ANNIHILATION OF EVERYTHING!***

WITHIN THE HOUR THE NULL FIELD WILL HAVE EXPANDED TO ITS FULL DIMENSIONS. THEN SHALL A SECOND FIELD BEGIN ITS INEXORABLE GROWTH, RADIATING SLOWLY, OH SO SLOWLY OUTWARDS, UNTIL THE TWO FIELDS BECOME ONE.

THEN SHALL THIS UNIVERSE AND MY OWN ***NEGATIVE ZONE*** EXIST FOR AN INSTANT IN THE SAME SPACE AT THE SAME TIME.

***A-ANNIHILUS...*** WHY? ***WHY???***

YOU SPEAK? YOU DARE QUESTION THE DIVINE PLAN OF ANNIHILUS?

P-PLEASE... BEFORE, WHEN YOU HAVE BATTLED THE FANTASTIC FOUR, YOUR GOAL HAS BEEN TO DESTROY ONLY THEM. NOT TWO ***UNIVERSES!*** WHY...?

FEMALE, YOU TEMPT FATE. SOON I SHALL DESTROY ALL THINGS...

BUT I MAY YET TAKE A MOMENT TO GRANT YOU A SLOW AND MOST UNPLEASANT DEATH!

BUT, NO.

PERHAPS INSTEAD I SHALL CHOOSE TO ANSWER YOUR QUESTION.

YES. YES, THE TERROR IN YOUR EYES WILL BE A SWEET REWARD.

LOOK, FEMALE. LOOK.

BEHOLD THE ***TRUE FACE*** OF ANNIHILUS!

SEE? SEE HOW MY SKIN BOILS AND FESTERS? SEE HOW IT GROWS RANK AS MY LIFE-FORCE ROTS AWAY? WITHOUT MY PRECIOUS ***COSMIC CONTROL ROD*** * MY IMMORTALITY IS LOST, AND THE WEIGHT OF VAST AGE CRUSHES DOWN UPON ME.

THIS EXO-SKELETAL SUIT MIMICS MY TRUE, LOST FORM, AND HOLDS AT BAY THE FINAL VOID, BUT...

YOU DO NOT CRY OUT, DO NOT SEEK TO SHIELD YOUR EYES FROM THE HORROR BEFORE YOU...?

PLEASE... PLEASE I CANNOT...

*STOLEN BY **BLASTAAR** IN **MARVEL TWO-IN-ONE# 75.**

BLIND!

BY ALL THE PESTILENCES YOU ARE BLIND!

THIS IS A FINAL INSULT I SHALL NOT TOLERATE!

WITHIN THE METAL SUIT HIDDEN SERVO-MECHANISMS WHIRR AND CLICK.

AND TREMENDOUS POWER IS SUDDENLY UNLEASHED!

NO!

I PROMISED YOU A TERRIBLE DEATH, FEMALE!

NOW SHALL I FULFILL THAT PROMISE!

ALICIA MASTERS' PLAINTIVE CRY RIPS BRIEFLY THROUGH THE DESERTED HALLS OF THE BAXTER BUILDING.

BUT IN ALL THE CITY THERE IS NO ONE WHO HEARS.

SHE AND YOUNG **FRANKLIN RICHARDS** HAVE NO WAY OF REACHING SUCH HELP AS MIGHT BE AVAILABLE TO THEM HERE ON OUR DECEPTIVELY PEACEFUL LOOKING PLANET.

AND THE **FANTASTIC FOUR**, THE ONLY AID THEY MIGHT HOPE FOR...

ARE SEPARATED BY A GULF GREATER THAN MERE SPACE.

FOR, AT THAT MOMENT, ON A PLANET IN A UNIVERSE **PARALLEL** TO OUR OWN...

**SUE**... WHAT IS IT? WHAT'S HAPPENED TO **REED**?

HE... HE'S **MINDLESS, BEN.**

HIS MIND... HIS VERY **SOUL** HAS BEEN DRAINED OUT OF HIS BODY!

AND AS THE BEAUTIFUL **INVISIBLE GIRL** SPEAKS THOSE TERRIBLE WORDS, A COLD AND ALIEN VOICE HISSES WITHIN THE MINDS OF THE THREE REMAINING MEMBERS OF THE **FANTASTIC FOUR**...

OF COURSE **REED RICHARDS** IS MINDLESS. MINDS ARE, TO ME, A NATURAL RESOURCE, THE SOURCE OF POWER FOR THIS, MY **STARSHIP**.

I HAVE BEEN TRAPPED ON THIS WRETCHED PLANET OF **MANTRA-CORA** FOR FAR TOO LONG. NOW, WITH MY SHIP RENEWED BY THE MINDS I HAVE TAKEN FROM HUNDREDS OF NATIVES, I CAN FINALLY RETURN TO MY OWN WORLD.

THE MIND OF YOUR **HUSBAND** WAS OF SUFFICIENTLY POWERFUL INTELLECT TO PROVIDE THE FINAL BURST OF PSIONIC ENERGIES.

NOW I HAVE ONLY TO OPEN THE CORRECT SEQUENCE OF CIRCUITS, AND THIS SHIP WILL BLAST AWAY INTO SPACE!

NOT SO FAST, MUCUS-FACE. YOU DON'T JUST SNATCH MY BROTHER-IN-LAW'S BRAIN AND SAIL AWAY WITH IT!

NOT WITHOUT ANSWERING TO THE *HUMAN TORCH!*

IMPUDENT YOUNG PUP!

HOLY! SOME KINDA FOAM-SPRAY! I CAN'T STAY *AFLAME!*

THIS IS A SPACE SHIP, STRIPLING. DO YOU FANCY IT TO BE WITHOUT FIRE EXTINGUISHING MATERIAL?

BLAST IT, TH' BUGGER'S GETTIN' AWAY! NO WAY I CAN CATCH UP IN TIME!

SUE! DO SOMETHING!

MY PLEASURE, BABY BROTHER! AN *INVISIBLE FORCE-FIELD* OVER THE HATCH OUGHT TO DAMPEN THIS ALIEN'S SPIRITS!

SHE CONCENTRATES, AND UNSEEN ENERGIES FLOW FROM THE BODY OF *SUSAN RICHARDS!*

BUT...

OH NO! HE'S RUNNING ACROSS THE CEILING!

FOOLS! THIS VESSEL IS DESIGNED TO FUNCTION IN ZERO GRAVITY.

ITS EVERY SURFACE IS A TRAVEL-WAY!

YEAH? WELL, REMIND ME TA BE IMPRESSED SOMETIME, WILL YA?

BEN, WHAT ARE YOU DOING?

OH, NOTHIN' *TOO* DRASTIC, SUZIE.

SINCE YER EVER-POPULAR FORCE-FIELDS DIDN'T SLOW THIS CLOWN...

LESSEE WHAT HAPPENS IF I TURN TH' CEILING INTO A ***WAR ZONE!***

*IN THE POWERFUL HANDS OF THE MIGHTY-MUSCLED **THING** THE CHUNKS OF METAL BECOME WHISTLING MISSILES...*

AND ALTHOUGH **BEN GRIMM'S** ACTIONS CREATE THE DESIRED **EFFECT--**

IT WORKED! TH' CREEP'S FALLIN'!

--IN THE FINAL ANALYSIS IT IS SOMEWHAT LESS THAN THE DESIRED **RESULT.**

A TRAP DOOR!

WHAT PUNY MINDS THESE ALIENS POSSESS. IT IS UNBELIEVABLE THAT THEIR RACE COULD HAVE PRODUCED AN INTELLECT AS POWERFUL AS REED RICHARDS'.

IN ALL MY LIFETIMES I HAVE NEVER ENCOUNTERED A MIND AS PERFECTLY TUNED AS HIS.

AT LAST--MY CAPTIVITY IS ENDED. MY FREEDOM IS ASSURED.

DEFT FINGERS DANCE SKILLFULLY ACROSS COMPLEX CONTROL SURFACES.

AND OUTSIDE, ROUTINE LIFE IN THE SURROUNDING CITY SLOWS, AS AN UNFAMILIAR SOUND THROBS THROUGH THE ANCIENT BUILDINGS...

WHAT... IS ... THAT...?

RELENTLESSLY IT BUILDS IN INTENSITY, GROWING FROM A HALF-HEARD, HALF-FELT RUMBLE, TO A ROAR, TO AN EAR-PIERCING SHRIEK.

IT HOWLS, IT SCREAMS, IT TEARS AT THE VERY FABRIC OF BEING, ON AND ON, ON AND ON, UNTIL ALL THE WORLD, ALL THE UNIVERSE SEEMS ONE, UNENDING NOISE.

THEN THE GREAT KEEP BLASTS APART, LIKE THE COCOON OF SOME OBSCENE INSECT, SPEWING FORTH HIDEOUS LIFE.

AND AS THE HUGE STARSHIP THUNDERS TOWARDS OPEN SPACE, THERE PASSES BRIEFLY THROUGH THE CIRCUITS OF ITS PSIONIC ENERGY GENERATORS... A **SIGNAL.**

WERE IT POSSIBLE TO INTERPRET THAT PSI-ELECTRIC PULSE AS A WORD OF HUMAN LANGUAGE IT WOULD SAY...

"REMARKABLE!"

"... QUITE REMARKABLE."

AWARENESS... OF... FUNCTION... ACTIVITY... IN... PHYSICAL FORM...

BUT... FUNCTION... IS... INCONSISTANT... WITH...

MEMORY. YES. MEMORY. MUST... NOT... LOSE... SELF...

SELF. SELF. SELF. I. ME. YES. SELF... AWARENESS... MUST...

CONCENTRATE! CONCENTRATE. MUST ASSIMILATE. I MUST ASSIMILATE. ANALYZE.

I. I CAN. SENSE MY PHYSICAL PARAMETERS. SENSE MY... BODY.

NO. THIS DOES NOT FEEL AT ALL RIGHT. I SENSE AN OUTER, HARD SHELL. METALLIC? UNLIVING?

YET, WITHIN IS A KIND OF LIFE. OR SOMETHING WHICH FUNCTIONS AS IF IT WERE ALIVE.

NO. NOT ALIVE. NOT OF ITSELF. SIMULATION. MECHANICAL CONSTRUCTS DESIGNED TO EMPLOY THE PROCESSES OF LIVING. FUEL FLOW REGULATION AS BLOOD IN A BIO-SYSTEM.

INTERNAL ELECTRICAL CIRCUITRY CORRESPONDS TO A LIVING NERVOUS SYSTEM.

MY NERVOUS SYSTEM!

AND I...

I AM REED RICHARDS!

MEANWHILE...

AT THE HELM, THE FORMER HIGH PRIEST OF MANTRACORA CACKLES HIS ALIEN JOY.

THROUGH THE COLD STILLNESS OF A UNIVERSE AS VAST AND TRACKLESS AS OUR OWN, THE GREAT STARSHIP HURTLES...

THE EMOTION IS NOT SHARED BY HIS PASSENGERS...

BEN, WHAT'S HAPPENING? THE SHIP...

GRAVITY SHIFT. THE BLASTED THING MUSTA TOOK OFF. LIKE THE CREEP SAID, IT'S BUILT FER USE IN ZERO GRAVITY.

NOW THAT IT'S UNDER ACCELERATION WE GET ARTIFICIAL GRAVITY FROM TH' THRUST OF THE ENGINES! THAT MEANS THIS "WALL" IS THE "FLOOR" THE ALIEN DUCKED OUT THRU.

AN' THAT MEANS IF WE'RE GOIN' AFTER HIM...

SKAR-

RAK-T

THERE'S NO TIME LIKE THE PRESENT TA GET STARTED!

THAT ACCESS TUNNEL SHOULD CARRY US UP TA TH' NOSE OF THE SHIP, AN' THAT'S PROBABLY WHERE WE'LL FIND THE ALIEN--AND SOME WAY TA FIX REED'S HEAD.

GO AHEAD, SUE. I'LL CARRY YER HUBBINS. HE'LL BE OKAY.

BE CAREFUL, BEN. REED'S STRETCHING POWER GIVES HIS BODY GREAT RESILIANCE, BUT...

DON'T SWEAT IT, SIS.

IF BEN'S RIGHT ABOUT THIS LEADING TO THE BRIDGE, WE'D BETTER MOVE ***FAST.***

THERE ARE BOUND TO BE SENSORS AND SUCH TO LET THE CAPTAIN KNOW IF ANYTHING'S IN HERE THAT SHOULDN'T BE.

*FLAME ON!*

SCOUT AHEAD, JOHNNY, BUT BE CAUTIOUS!

*NOT TOO FAR AHEAD, TRUE TO **JOHNNY STORM'S** GUESS...*

HMM. THE ALIENS HAVE PENETRATED THE NUMBER SEVEN INTERNAL ACCESS CONDUIT. THEY CAN DO LITTLE DAMAGE THERE...

WHILE I, ON THE OTHER HAND, WITH A SINGLE SWITCH CAN OPEN THAT TUBE TO ***SPACE*** AND FLUSH THEM ALL OUT!

*THE STRANGE ALIEN FINGERS TOUCH LIGHTLY AT THE CONTROLS...*

BUT WHAT HAPPENS NEXT HAS NOTHING WHATSOEVER TO DO WITH THE PROPER FUNCTION OF THOSE CIRCUITS...

HOLY SHEEP DIP! THE GRAVITY'S GONE! THAT BLASTED ALIEN'S FLYIN' SOME KINDA CRAZY CIRCUITS AND BUMPS!

HOLD ON TIGHT TO REED, BEN! IF HE SHOULD DRIFT AWAY...

AND, ON THE BRIDGE...

NOO!

THE SHIP HAS GONE MAD!

I CAN'T HOLD ON!

AND THE NEXT MOMENT AN UNEXPECTED IMAGE SWIMS AND SWIRLS ACROSS THE FORWARD VIEW SCREEN.

THAT'S BETTER.

ALRIGHT, MY FRIEND, I HAVE CONTROL OF THIS VESSEL NOW.

REED RICHARDS! HOW?!?

YOUR OWN GREED DE-FEATED YOU.

YOU ALREADY HAD ENOUGH PSI-ENERGY WITHIN YOUR SHIP.

BUT LIKE A MAN TRYING TO FILL A SACK WITH MORE THAN IT WILL HOLD, YOU FELT COMPELLED TO STEAL JUST ONE MORE MIND.

SO YOU TRICKED US, DRUGGED ME, AND DRAINED MY INTELLECT*. AND NOW I CONTROL YOUR SHIP.

BUT I CAN STILL WIN. I CAN STILL...

*A VERY SHORT RECAP OF LAST ISSUE--AL.

NO, I RATHER THINK NOT. YOU'VE LOST.

UNFH!

NOW, SURRENDER TO MY PARTNERS OR I'LL BE FORCED TO...

ALRIGHT, UGLY, THE JIG'S UP! I DON'T KNOW WHAT YOU'VE BEEN TRYIN' TO PULL, BUT...

HUH?

JOHNNY, NO!

R-REED? IS THAT REALLY YOU? WHAT... HOW...

JOHNNY, DON'T INTERFERE! GET SUE AND BEN!

TOO LATE REED RICHARDS!

A SUDDEN FLURRY OF LEGS AND THE ALIEN FLASHES ACROSS THE BRIDGE...

YOU MAY HAVE CONTROL OF MY SHIP...

BUT NOT THE ESCAPE PODS...

STOP! I'VE SCANNED THOSE PODS! AFTER YEARS OF DISUSE, THEY'RE UNSAFE...

DO NOT ATTEMPT TO FRIGHTEN ME, RICHARDS. I AM BEYOND YOUR GRASP NOW. I...

WHAT?

THE DRIVE IS MALFUNCTIONING ...OVERHEATING... I MUST...

BACK ON THE STARSHIP...

HOLY COW, TH' HOTSHOT WUZN'T KIDDIN'! REED'S GONE AN' GOT HIMSELF DONE UP LIKE THE WIZARD OF OZ!

HEY, WOULD I LIE?

REED? REED, OH DEAR HEAVEN, IS IT YOU? ARE YOU... ALRIGHT?

AS WELL AS CAN BE EXPECTED, MY DARLING. I'LL CONFESS THIS IS SOMETHING LESS THAN THE MOST COMFORTABLE EXPERIENCE OF MY LIFE.

BUT, HOW DID THIS HAPPEN? CAN YOU GET BACK TO YOUR BODY?

THAT... I DO NOT KNOW. BUT I'VE SET THIS SHIP ON A COURSE BACK TO THE ACCESS TO OUR REALITY...

"AND THAT SHOULD TAKE US ABOUT TWO WEEKS."

PERFECT, SUE. YOU FOLLOWED MY INSTRUCTIONS TO THE LETTER!

THEN IT'S WORKING? THE CYBER-HELMET HAS TRANSFERRED YOUR MIND BACK INTO YOUR BODY?

NOT EXACTLY TRANSFERRED, SUE. MORE LIKE ***TRANSMITTED***. MY MIND IS STILL TRAPPED IN THE PSIONIC MATRIX OF THIS SHIP. BUT WITH THIS HELMET, I CAN AT LEAST MANIPULATE MY BODY, AND COMMUNICATE THROUGH IT.

BUT... BUT WE MUST ***RESTORE*** YOU. GET YOU BACK TO NORMAL!

AND WE WILL, HONEY. WE WILL. BUT I NEED THE LAB FACILITIES OF OUR HQ TO...

THAT'S ODD...

"THE SHIP'S SENSORS ARE DETECTING METAL DEBRIS DRIFTING OFF THE STARBOARD SIDE..."

"THEY APPEAR TO BE... FRAGMENTS OF THE ***NEGATIVE ZONE ACCESS TUNNEL!***"

WHAT!? BUT IF THAT'S BEEN SMASHED... WE CAN'T GET BACK TA ***EARTH!***

REED, NO! YOU MUST BE MISTAKEN... YOU'VE ***GOT TO BE*** MISTAKEN!

I'M AFRAID NOT, SUE. JUST A MOMENT AND I'LL GET THE IMAGE ON-SCREEN FOR ALL OF YOU...

THERE! THAT IS WHAT LIES AHEAD OF US. THE *DIMENSIONAL INTERFACE* BETWEEN THE *NEGATIVE ZONE* AND OUR HOME *UNIVERSE*. THE AREA OF *NEGA-SPACE* WHERE *MATTER* AND *ANTI-MATTER* MEET IN MUTUAL *ANNIHILATION*.

WITH THE ACCESS TUNNEL APPARENTLY DESTROYED THAT IS THE ONLY WAY WE CAN RETURN TO EARTH...

AND THAT WAY LIES CERTAIN *DESTRUCTION!*

A-ALICIA...

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*IT'S NOT OVER YET! THE STORY CONTINUES NEXT MONTH IN* ***AVENGERS*** *#233 AND RIGHT BACK HERE WITH:*

# THE ANNIHILATION GAMBIT!

NUFF SAID!

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THE AVENGERS®

UP AGAINST...THE BARRIER!

TM

BYRNE
SINNOTT

Stan Lee ASKS:
CAN EVEN THE MIGHTY AVENGERS SAVE US FROM...

# THE ANNIHILATION GAMBIT!

NEW YORK CITY, LATE AFTERNOON...

FROM OUT OF THE SOUTH-EASTERN SKIES SHOOTS A BLAZING SHAFT OF RADIANT ENERGY--A DAZZLING BEAM WHICH DROPS DOWN OUT OF THE CLOUDS AND STREAKS UP BROADWAY!

ON THE STREETS BELOW, A FEW JADED NEW YORKERS LOOK UP, AND THEIR JAWS DROP IN AWE AND WONDER!

SOME OF THEM BLINK IN DISBELIEF AND DOUBT THEIR OWN EYESIGHT! THE LIGHT, THEY SWEAR, LOOKS ALMOST **ALIVE!**

INDEED, THEY ARE RIGHT! FOR AT THE HEAD OF THAT RAY OF LIGHT SOARS THE LIVING ENERGY OF **CAPTAIN MARVEL!**


**ROGER STERN** SCRIPTER/CO-PLOTTER
**JOHN BYRNE** BREAKDOWNS/CO-PLOTTER
**JOE SINNOTT** FINISHER
**JIM NOVAK** LETTER
**CHRISTIE SCHEELE** COLORIST
**MARK GRUENWALD** EDITOR
**JIM SHOOTER** EDITOR-IN-CHIEF

MY FIRST DAY AS A FULL-FLEDGED AVENGER HAS CERTAINLY BEEN EVENTFUL! NO SOONER WAS I SWORN IN, THAN WE ALL WENT FLYING OFF TO RESCUE THE PRESIDENT!

THEN THIS EROS-OF-TITAN CHARACTER SHOWED UP AND SIGNED ON AS AN AVENGERS TRAINEE UNDER THE CODE-NAME OF ***STARFOX***... AND HE WAS SENT WITH ***THOR*** AND ME TO HELP THE NAVY CAPTURE THE ***PLANT-MAN!*** *

TO THINK THAT ALL THAT'S HAPPENED IN THE PAST SIX HOURS! I WONDER HOW OFTEN IT GETS THIS BUSY?

OH, WELL! AT LEAST WITH MY SPEED, I SHOULD BE ABLE TO REPORT IN AND THEN FLY HOME TO NEW ORLEANS BEFORE SOME NEW CRISIS TURNS UP!

*ALL OF THIS--AND MORE OCCURRED IN OUR PREVIOUS TWO ISSUES.

ZIZ

SURPRISED BY HER SUDDEN DEFLECTION, CAPTAIN MARVEL IS OVER A MILE UP BEFORE SHE CHANGES TO HUMAN FORM--ALLOWING GRAVITY TO BRAKE HER UPWARD CLIMB.

WHAT WAS THAT?!

IN AN INSTANT, SHE RETURNS TO STREET LEVEL...

IT WAS AS IF I BOUNCED OFF SOME SORT OF INVISIBLE WALL! BUT THAT DOESN'T MAKE SENSE!

THIS IS CRAZY! THERE *IS* A WALL OR FORCE-FIELD OR SOMETHING HERE--AND IT *IS* INVISIBLE...

...BUT IF REFLECTED LIGHT IS PASSING THROUGH IT FROM INSIDE, WHY WAS MY LIGHT-FORM BLOCKED FROM THE OUTSIDE?

AND WHY DO I GET SUCH AN AWFUL FEELING FROM TOUCHING THIS THING?

I'LL JUST BET THE ANSWER LIES SOMEWHERE ON THE INSIDE!

IF LIGHT CAN'T GET THROUGH, MAYBE SOME OTHER FORM OF ENERGY WILL!

WITH A THOUGHT, THE DYNAMIC NEW AVENGER SEEMS TO VANISH FROM SIGHT--STREAKING HEAD-ON AT THE BARRIER IN THE FORM OF HIGH-FREQUENCY ***RADIO WAVES...***

...BUT ONCE MORE SHE IS DEFLECTED!

GATHERING HER ENERGIES, SHE WILLS HERSELF TO THE OTHER SIDE OF THE ELECTROMAGNETIC SPECTRUM, STORMING THE UNSEEN BARRIER AS A STREAM OF ***COSMIC RAYS!***

RAK TAC TAC TAC

AGAIN, SHE IS REPULSED!

BACK AND FORTH SHE FLIES, RETURNING AGAIN AND AGAIN IN FRACTIONS OF A SECOND AS AN ELECTRICAL DISCHARGE... RADIANT HEAT... X-RAYS! BUT NOTHING--

--NOT EVEN ***GAMMA RAYS*** CAN PENETRATE THE BARRIER!

I COULD HAVE SWORN I FELT THE WALL GIVE JUST THE TINIEST BIT UNDER MY GAMMA-RAY BOMBARDMENT --BUT NOT ENOUGH TO DO ANY GOOD!

JUST AS WELL, I SUPPOSE! I DON'T LIKE TO BECOME HARD RADIATION THIS CLOSE TO PEOPLE! IT ISN'T SAFE!

ON THE OTHER HAND, I DOUBT THAT THE FORCE WALL IS THERE FOR ANY ***GOOD*** REASON. I'D BETTER POUR ON THE SPEED AND HEAD FOR--

--AVENGERS MANSION!

AT THAT MOMENT, INSIDE THE MANSION'S THIRD-FLOOR COMMUNICATIONS CENTER...

GLAD YOU CALLED, MS. VAN DYNE. FRANKLY, WE'RE MYSTIFIED BY THIS!

THE AVENGERS ARE ALWAYS HAPPY TO ASSIST THE POLICE, INSPECTOR! IF YOU'LL FEED ME THE COORDINATES YOU HAVE, WE'LL TRY TO TRACK DOWN THE SOURCE OF THE PROBLEM!

WASP! THERE'S BIG TROUBLE BREWING!

CAPTAIN MARVEL! WHAT'S THE MATTER? DON'T TELL ME SOMETHING WENT WRONG WITH THE NAVAL MISSION!

NO, THAT WENT OFF WITHOUT A HITCH! WE CAPTURED A WEIRDO CALLED THE PLANT-MAN... THOR AND STARFOX ARE TAKING HIM TO A FEDERAL LOCK-UP NOW!

I'M TALKING ABOUT A FORCE-FIELD THAT'S SPRUNG UP IN MIDTOWN--ONE THAT I CAN'T PENETRATE!

YOU'RE NOT THE ONLY ONE! THE SHE-HULK AND I RAN INTO IT--LITERALLY--LESS THAN A HALF-HOUR AGO! I'M CROSS-CHECKING THE N.Y.P.D. DATA-LINK NOW TO--!

AH, ACCORDING TO THIS, THE FIELD IS CENTERED AT...

...OH, NO! NOT THERE!

MEANWHILE, IN A MODEST FOURTH-FLOOR APARTMENT IN BROOKLYN HEIGHTS--

--FREELANCE ARTIST **STEVE ROGERS** IS IN AN UNUSUALLY MOROSE MOOD... ONE WHICH EVEN THE PRESENCE OF HIS LADY LOVE CANNOT SEEM TO BREAK.

IF YOU WON'T TALK ABOUT WHAT'S BOTHERING YOU, STEVE, WILL YOU AT LEAST STOP PACING BACK AND FORTH LIKE A CAGED BEAR?

I'M SORRY, BERNIE. IT'S NOT THAT I DON'T WANT TO TALK ABOUT IT... IT'S THAT I *CAN'T!*

OH. CLASSIFIED STUFF, HUH?

IN A WAY, IT'S AVENGERS BUSINESS!

I DON'T KNOW WHAT BOTHERS ME MORE... THAT TONY STARK HAS QUIT THE AVENGERS AND TURNED OVER HIS IRON MAN IDENTITY TO ANOTHER MAN...

...OR THAT HE APPEARED DETERMINED TO DRINK HIMSELF UNCONSCIOUS!* SUCH A WASTE! I NEVER KNEW THAT--!

EH? SPEAKING OF AVENGERS BUSINESS...

BZZZT

*LAST ISSUE.

ROGERS HERE!

STEVE, THIS IS JAN! SOMETHING SERIOUS HAS COME UP!

THERE'S A MONSTROUSLY BIG FORCE-FIELD IN THE MIDDLE OF MIDTOWN! THE POLICE SAY THAT ALL POWER AND COMMUNICATIONS WITHIN IT HAVE BEEN CUT OFF--

--AND IT APPEARS TO BE GROWING!

SOUNDS SERIOUS, ALL RIGHT! HOW MANY PEOPLE HAVE BEEN TRAPPED WITHIN THE FIELD?

NO ONE, AS FAR AS WE CAN TELL! THAT'S WHAT'S SO WEIRD--THERE'S SOMETHING ABOUT THE FIELD THAT ...I DON'T KNOW... *FRIGHTENS* PEOPLE! AS IT GREW, THEY RAN!

WHAT REALLY WORRIES ME IS THE PLACE THE FIELD IS GROWING FROM! STEVE... IT'S THE *BAXTER BUILDING!*

I'M ON MY WAY!

THE BAXTER BUILDING?! STEVE, ISN'T THAT--?

YES... THE HEADQUARTERS OF THE *FANTASTIC FOUR!*

AND IF THEY'RE IN TROUBLE, THEN *CAPTAIN AMERICA* IS NEEDED ON THE DOUBLE!

MIDTOWN MANHATTAN...

AT THE FOCAL POINT OF THE MYSTERIOUS FIELD, THE BAXTER BUILDING CHEERILY SHINES OUT AMID THE TALLER, DARKER SKYSCRAPERS WHICH SURROUND IT.

BUT THERE IS NO CHEER WITHIN THE BUILDING'S TOWER COMPLEX. THERE IS ONLY STARK TERROR, AS SCULPTRESS ALICIA MASTERS SQUIRMS IN THE GRASP OF A NIGHTMARISH FORM FROM WORLDS BEYOND!

HAVE YOU GROWN MUTE AS WELL AS BLIND, WOMAN? WHY DO YOU NOT PLEAD FOR YOUR WORTHLESS LIFE?

PERHAPS YOU REALIZE THE FUTILITY, EH?

THERE IS NO FANTASTIC FOUR TO RESCUE YOU! YOUR FRIENDS ARE TRAPPED IN MY HOME DIMENSION ...*THE NEGATIVE ZONE!*

AND THEY CANNOT RETURN! I HAVE SMASHED THEIR NEGATIVE ZONE ACCESS PORTAL AND REMOVED ITS POWER CORE TO ENERGIZE MY IMPENETRABLE *NULL-FIELD!*

HOW WONDERFULLY IRONIC--THAT A DEVICE WHICH ONCE PRODUCED A GATEWAY BETWEEN TWO UNIVERSES SHOULD PROVIDE THE POWER TO UTTERLY DESTROY THEM!*

*ANNIHILUS*...W-WHY MUST SO MANY INNOCENT CREATURES DIE--?

IF YOU COULD BUT SEE ME, YOU WOULD NOT ASK!

*SEE FANTASTIC FOUR #251-255.

I AM IMMORTAL NO LONGER! THE COSMIC ROD WHICH GRANTED ME ETERNAL EXISTENCE WAS LOST TO ANOTHER--DUE IN PART TO THE INTERFERENCE OF EARTHMEN!* SOON, I SHALL DIE...

...AND SO, *ALL* MUST DIE. BUT YOU SHALL BE THE FIRST TO...

MEEP MEEP

*MARVEL TWO-IN-ONE #75.

EH? WHAT IS THIS?

THE SURVEILLANCE MONITORS SHOW SOMEONE ATTEMPTING TO BODILY HALT THE NULL-FIELD!

IT IS A WOMAN OF YOUR SPECIES, AND ...*NO!* IT IS NOT POSSIBLE!

THOUGH SHE CANNOT STOP IT, SHE IS SLIGHTLY, ALMOST IMPERCEPTIVELY, SLOWING THE EXPANSION!

"WHAT MANNER OF CREATURE IS THIS?!" RASPS ANNIHILUS.

IF ONLY I HAD SOMETHING SOLID ENOUGH TO BRACE MYSELF AGAINST, I'LL BET I COULD STOP THIS *#$%¢ THING!

HANG ON, JENNIFER! I'VE ASSEMBLED SOME OF THE TROOPS AND RADIOED FOR MORE!

HOW'S IT GOING?

NOT REAL WELL! THIS STUPID WALL-OF-NOTHING KEEPS RIGHT ON OOZING OVER EVERYTHING INANIMATE! I JUST CAN'T SEEM TO STOP IT!

WELL, I HAVE SOMETHING INANIMATE THAT MIGHT DO SOME GOOD!

YOUR SHIELD? BUT, CAP, WHAT IF THE FIELD SWALLOWS IT--?

THAT'S A RISK WE'LL HAVE TO TAKE, SHE-HULK. WOULD YOU LIKE TO DO THE HONORS?

IT'LL BE A PLEASURE!

KRUNK

SO MUCH FOR THAT IDEA! THE FIELD CAN'T EAT THE SHIELD, BUT THE SHIELD ISN'T ANY BETTER AT CUTTING INTO THE FIELD'S PROGRESS.

HEY, MARVEL, HAVE YOU TRIED TO--?

YES, SHE-HULK.

NO LUCK.

AT LEAST NO ONE APPEARS TO HAVE BEEN HARMED BY THE FIELD... YET! BUT IF IT KEEPS EXPANDING--!

AH, HERE COMES THE CAVALRY!

THOR... STARFOX... BE CAREFUL! YOU'LL RUN INTO THE BARRIER!

HOW'S THAT, CAPTAIN ? WHAT--

THUD

...BARRIER.

HMM! I'VE NEVER HAD ANYONE FALL FOR ME LIKE THIS BEFORE!

I ASSURE YOU IT WAS TOTALLY UNPLANNED... BUT RARELY HAVE I FALLEN INTO SUCH OPEN AND INVITING ARMS!

AS THE NEW ARRIVALS CONFER WITH THEIR FELLOW AVENGERS, POLICE BEGIN CORDONING OFF THE AREA, HOLDING BACK THE INEVITABLE CURIOUS ONLOOKERS.

AND THEN, DESPITE CAPTAIN MARVEL'S ACCOUNT OF THE INVISIBLE BARRIER'S RESISTANCE TO ELECTRICITY, THE GOD OF THUNDER TRIES AN ELECTRICAL DISCHARGE OF HIS OWN!

ODIN'S BEARD! THO' I HAVE LOOSED THE FULL, UNFETTERED MIGHT OF THE LIGHTNING AT MY COMMAND, STILL DOES YON UNSEEN WALL RESIST!

BUT, BY MY TROTH--

--IT SHALL NOT STAND AGAINST THE IRRESISTIBLE FORCE OF MY HAMMER!

WITH HURRICANE SPEED, THE MIGHTY HAMMER MJOLNIR HURTLES TOWARD THE NULL-FIELD!

VF-27

FORGED OF THE MYSTICAL MINERAL URU IN THE MOUNTAINS OF FAR ASGARD, THERE ARE FEW THINGS WHICH CAN WITHSTAND ITS BLUDGEONING POWER!

AND THE NULL-FIELD IS **NOT** ONE OF THOSE THINGS! WITH A CRACK OF THUNDER, THE HAMMER PIERCES THE INVISIBLE BARRIER!

AND THEN...

...SLOWLY...

...IT SETTLES TO EARTH, ITS FORCE TOTALLY SPENT.

HEIMDALL'S EYES! WHAT MANNER OF DEVILMENT IS THIS?!

THERE IS NO OPENING WHERE MY HAMMER BREACHED THE BARRIER!

AND MY HAMMER LIES WITHIN THE FIELD, BEREFT OF MOTION!

IT IS UNTHINKABLE! THE HAMMER ALWAYS RETURNS TO MY HAND! IT IS THE WILL AND THE ENCHANTMENT OF ODIN! WHAT POWER COULD DO THIS?

I DON'T KNOW, BUT ISN'T THERE ANOTHER PART OF THAT ENCHANTMENT YOU NEED TO WORRY ABOUT?

TRULY SAID! I MUST BE AWAY!

HE'S ANGRY AND I CAN'T BLAME HIM! IT MUST GALL HIM TO RUN FROM BATTLE, BUT HE HAS NO CHOICE!

KNOWING HIS SECRET, THE WASP AND I CAN MAKE UP SOME EXCUSE FOR HIM...

"...BUT I HOPE HE GETS OUT OF SIGHT IN TIME!"

SIXTY SECONDS HAVE ELAPSED SINCE THE HAMMER LEFT--

POST NO BILLS

--MY HAND. I'M STUCK IN MY MORTAL FORM UNTIL I GET IT BACK...IF I GET IT BACK! I HOPE THE AVENGERS FIND SOME WAY TO GET THROUGH THAT BARRIER.

IT'S A CINCH THAT DR. DONALD BLAKE CAN'T!

AT THAT MOMENT, AT THE LONG ISLAND CITY HEADQUARTERS OF CROSS TECHNOLOGICAL ENTERPRISES...

C'MON, JORGE, YOU CAN DO IT...

...YOU'VE BEEN DESIGNING THAT CONTRAPTION FOR MONTHS! I KNOW YOU CAN BUILD ONE, AND I NEED ONE...NOW!

BUT, HAWKEYE, I DESIGNED THIS IN MY SPARE TIME. IF I BUILD A WORKING MODEL ON STAFF, CROSS WILL OWN THE WHOLE THING...UNLESS THEY GIVE ME A SUB-CONTRACTOR WAIVER.

AND MY SUPERVISOR WOULD NEVER APPROVE THAT!

SO, I'LL APPROVE IT! AS HEAD OF SECURITY, I HAVE ENOUGH PULL TO GET IT OKAYED! YOU JUST BUILD THE THING, JORGE... AND I'LL SEE THAT YOU KEEP THE RIGHTS!

TEN-TEN WINS...ALL THE NEWS, ALL THE TIME! AT THIS HOUR, THE AVENGERS APPEAR UNABLE TO HALT THE BIZARRE FORCE WHICH HAS CUT OFF A MAJOR PORTION OF MIDTOWN...

WHAT?!

BLAST IT, I OUGHTTA BE OUT THERE WITH THE REST OF THE AVENGERS!

BUT, AS LONG AS MY LEG'S IN A CAST, I'M A LIABILITY TO 'EM...

...UNTIL I PROVE OTHERWISE!

MIDTOWN...

BUT SCOUTING'S MY SPECIALTY! WHY SEND THOR--?

WE NEED YOU HERE, C.M. RIGHT, CAP?

RIGHT! IT'S PRETTY OBVIOUS THAT BRUTE FORCE IS NOT GOING TO GET US THROUGH THAT FORCE-WALL!

THAT DOESN'T GIVE *ME* MUCH TO DO!

NEITHER MY STRENGTH NOR MY FLYING ABILITY ARE OF ANY USE--AND I DOUBT MY *OTHER* TALENT WOULD CAUSE THE WALL TO CRUMBLE.

HOWEVER...

NOR I, SHE-HULK! HOW FRUSTRATING! I CAME HERE FROM TITAN IN SEARCH OF ADVENTURE, BUT I SEEM TO BE OF NO HELP IN THIS MISSION!

HOW DO YOU DO, MY DEAR? AMONG THE AVENGERS, I AM THE STARFOX...

...BUT YOU MAY CALL ME *EROS!*

OH?

WE NEED TO DISRUPT THAT FIELD BEFORE IT GETS ANY BIGGER. THE QUESTION IS *HOW?*

THE ANSWER MAY BE ARRIVING NOW, CAP!

*THERE IS AN EXPECTANT MURMUR FROM THE CROWD AS THE QUINJET TOUCHES DOWN--*

*--AND THE AVENGERS RESERVISTS KNOWN AS THE SCARLET WITCH AND THE VISION DISEMBARK!*

THE QUINJET ARRIVED JUST MOMENTS AFTER YOU CALLED, JAN. THE NEW AUTO-GUIDANCE SYSTEM WORKED LIKE A CHARM!

HOW MAY WE BE OF ASSISTANCE?

OKAY, HERE'S THE SCOOP--!

*QUICKLY, THE WASP OUTLINES THE SITUATION, AND THEN...*

INTERESTING. IT DOES HAVE AN ODDLY UNSETTLING "FEEL" TO IT!

*EMPLOYING HIS MIRACULOUS POWER TO LOWER THE DENSITY OF HIS SYNTHETIC BODY TO NEAR ZERO, THE VISION PASSES THROUGH THE BARRIER!*

*HE TAKES ONE STEP, THEN ANOTHER. AND THEN--*

--LIKE EVERYTHING ELSE WHICH HAS PASSED INTO THE NULL-FIELD, HE SIMPLY **TURNS OFF!**

VISION!

DROPPING BACK, THE MUTANT SCARLET WITCH FIRES BOLT AFTER BOLT OF HER EERIE, PROBABILITY ALTERING HEXES AT THE INVISIBLE BARRIER...

...BUT TO NO AVAIL!

VISION!

WANDA, **NO!** THAT WON'T DO ANY GOOD!

IN THE BAXTER BUILDING...

**HAH-HAH-HA!** AND THAT BLIND FOOL WONDERED HOW I COULD KILL!

LESSER BEINGS SUCH AS THESE ARE HELPLESS BEFORE THE GENIUS OF ANNIHILUS! THEY DO NOT DESERVE TO LIVE--

--JUST AS I DO NOT DESERVE TO DIE! I CURSE THE FATES WHICH HAVE ROBBED ME OF MY RIGHTFUL IMMORTALITY!

BUT EVEN THOUGH LIFE SLOWLY EBBS FROM THE DISSIPATED BODY WITHIN MY EXO-SKELETAL ARMOR, STILL SHALL I BE ANNIHILUS...

...STILL SHALL I BE **HE-WHO-ANNIHILATES!**

THE TIME IS **NOW!**

MEANWHILE, UNAWARE OF THE THREAT THEY FACE...

SO, YOU ARE A PARAMEDIC! HOW DELIGHTFUL TO FIND SKILL AND COMPASSION IN SUCH A BEAUTIFUL FORM!

YOU'RE SWEET TO SAY THAT... BUT SHOULDN'T YOU BE HELPING THE OTHER AVENGERS?

ALAS, I AM NOT A FULL AVENGER. I AM BUT A TRAINEE, AT THE OTHERS' BECK AND CALL!

IF THEY WANT ME, THEY WILL CALL. AS FOR NOW--!

:OOO:

IS SOMETHING WRONG?

I DON'T KNOW. I'VE NEVER SEEN THE BAXTER BUILDING LIT UP LIKE THAT BEFORE!

IT IS PROBABLY JUST...

NO!!

BRIGHTER THAN THE MOON... GLOWING LIKE THERE'S NO TOMORROW...

I FEAR YOUR CHOICE OF WORDS IS MOST APT!

I'LL SEE YOU LATER...

... IF THERE *IS* A LATER!

I THINK WE CAN SAFELY ASSUME THAT THIS ISN'T THE RESULT OF ONE OF REED RICHARDS' F.F. EXPERIMENTS GOING HAYWIRE! IF ONLY IRON MAN HADN'T LEFT US--!

YES... OR IF DR. BANNER HAD ACCEPTED OUR OFFER TO BECOME AN AVENGER.* WE COULD USE SOMEONE WITH HIS BRAIN POWER!

ISN'T THERE ANYTHING WE CAN DO?

THERE IS LITTLE ANYONE CAN DO. THIS IS THE END OF EVERYTHING!

*SEE INCREDIBLE HULK #285.

OH, YEAH? FOR BEING THE NEW KID ON THE PLANET, YOU SURE SEEM AWFULLY QUICK TO THROW IN THE TOWEL!

PLEASE, SHE-HULK! PESSIMISM IS NOT HIGH AMONG MY TRAITS! I MERELY FELT IT NECESSARY TO POINT OUT--

--THAT THERE IS A GREATER DANGER AT WORK THAN SIMPLY AN EXPANDING FORCE-FIELD. OBSERVE!

WITHIN THE FIELD YOU CANNOT SEE IS ONE YOU CAN! THIS SECOND, GLOWING FIELD IS WHAT SPELLS OUR DOOM!

YOU KNOW WHAT'S GOING ON, STAR-FOX?

I'M AFRAID SO. THE INVISIBLE BARRIER CAN ONLY BE A NULL-FIELD... AN INTERDIMENSIONAL CONSTRUCT WHICH CANCELS OUT ALL ENERGY WITHIN, SAVE AT ITS FOCAL POINT...

...IN THIS CASE, THE BAXTER BUILDING. WHOEVER IS IN THERE HAS STARTED GENERATING A SECOND, FASTER-EXPANDING FIELD OF POSITIVE ENERGIES. WHEN THE TWO FIELDS MEET, THIS UNIVERSE AND ANY ADJACENT NEGATIVE UNIVERSE WILL MERGE--

--AND BOTH WILL BE DESTROYED! THAT, AT LEAST, IS THE THEORY. WE'VE KNOWN IT ON TITAN FOR SOME TIME, BUT NOT EVEN MY BROTHER THANOS WAS MAD ENOUGH TO TEST IT!

THE ONLY WAY TO HALT THE PROCESS IS FROM WITHIN, AND NONE OF US HAVE SUCCESSFULLY PENETRATED THE NULL-FIELD... OR HAVE WE?

CAPTAIN... MARVEL, YOU SAID YOU FELT THE FIELD GIVE SLIGHTLY WHEN YOU WERE IN THE FORM OF GAMMA RAYS?

YES, THAT'S HOW IT FELT!

THEN THERE MAY STILL BE HOPE! COME--!

FOR SEVERAL FEVERISH MOMENTS, THE AVENGERS HUDDLE AROUND THEIR QUINJET. CALCULATIONS ARE MADE... THEN CHECKED AND DOUBLE-CHECKED!

AND FINALLY, WITH A LOOK OF DETERMINATION, CAPTAIN MARVEL SOARS AWAY INTO THE HEAVENS!

I HOPE THIS WORKS!

WHAT DO YOU THINK, CAP?

I DON'T KNOW, JAN. STARCORE SAYS THEY CAN PROVIDE THE PROPER TARGETING SIGNAL BUT ...A LOT CAN GO WRONG OUT WHERE CAPTAIN MARVEL'S HEADED!

WHAT'S MORE, THE NULL-FIELD HAS STOPPED GROWING! AND AT THE RATE THE POSITIVE INNER-FIELD'S EXPANDING...

...I'D SAY WE HAVE LESS THAN TWENTY MINUTES TO MAKE THIS WORK!

CAP...

...LOOK!

PEOPLE OF THE EARTH--HEAR NOW THE WORDS OF ANNIHILUS! YOU ARE HELPLESS BEFORE ME! I AM YOUR DEATH!

THE DESTRUCTION OF ALL THAT LIVES HAS EVER BEEN MY GOAL--BUT NEVER HAVE I HAD THE MEANS TO KILL SO MANY! THE TIME OF UNIVERSAL DEATH IS AT HAND!

I SEE AMONG YOU THOSE WHO ARE KNOWN AS THE ***AVENGERS***... THOSE WHO YOU WOULD CALL HEROES! ***HAH!***

THEY CANNOT SAVE YOU! THEY ARE AS HELPLESS AS THE ACCURSED FANTASTIC FOUR!

THERE IS NO HOPE FOR ANYONE THIS DAY! THIS IS THE DAY THAT ANNIHILUS DIES! AND AS I DIE, I SHALL REACH OUT AND I SHALL SHAKE THE VERY FOUNDATIONS OF TWO UNIVERSES!

AND ALL SHALL PERISH WITH ME!

MEANWHILE, IN THE VACUUM OF SPACE, THE LIGHT-FORM OF CAPTAIN MARVEL HAS ALREADY FLASHED BEYOND THE ORBIT OF THE MOON--

--ON HER 93-MILLION MILE JOURNEY TO THE SUN!

EVEN TRAVELING AT HER TOP SPEED OF 186,000 MILES PER SECOND, IT TAKES OVER EIGHT MINUTES--

--FOR HER TO DRAW NEAR TO THE LIFE-SUSTAINING ORB!

STREAKING PAST THE ORBITING **STAR-CORE-ONE** SOLAR WATCH SATELLITE--

--CAPTAIN MARVEL ARCS AROUND THE SUN AT FRIGHTENINGLY CLOSE RANGE, DRAWING SO NEAR THE SEETHING CALDRON OF COSMIC GASES--

--THAT, EVEN IN THE FORM OF PURE LIGHT, SHE CAN FEEL THE TUG OF THE STAR'S MIGHTY GRAVITATIONAL FIELD!

THEN, SIGHTING AND FOLLOWING A TINY BEAM OF COHERENT LIGHT FIRED FROM STARCORE-ONE--

--SHE MELDS WITH THE BEAM, ALLOWING IT TO GUIDE HER, AS SHE CONCENTRATES WITH EVERY BIT OF HER CONSCIOUSNESS!

ANY SEMBLANCE OF HUMAN FORM MELTS AWAY AS SHE ASSUMES A WAVELENGTH OF RADIATION SO DEADLY THAT ONLY HERE--IN THE VASTNESS OF SPACE-- WOULD SHE CONSIDER SUCH A FEAT!

AND STILL SHE CONCEN-TRATES... FOCUSING HER ENERGIES TIGHTER AND TIGHTER--

--UNTIL IT IS AS A **GAMMA-RAY LASER BEAM** THAT SHE BURNS TOWARDS THE PLANET EARTH!

PREPARE TO MAKE YOUR FINAL ACCOUNTING, MORTALS!

THESE ARE YOUR LAST WRETCHED MOMENTS OF... EH?

HE'S FADING AWAY... ALMOST AS IF SOMETHING HAD DISTRACTED HIM! BUT WHAT--?

CAP... THAT DOUBLE FLASH! IT MUST BE... CAPTAIN MARVEL!

SKRA KATA

SKRA KATA

BO OM

SHE DID IT! SHE'S NEUTRALIZED THE FIELDS!

YOU MEAN, JUST LIKE THAT, THE WALL IS...

...GONE.

FLUMP

ON YOUR TOES, EVERYONE!

CAPTAIN MARVEL MAY BE PRETTY WASTED FROM A TRIP TO THE SUN AND BACK!

AND DYING OR NOT, ANNIHILUS PROBABLY HAS A FEW TRICKS UP HIS SLEEVE!

LET'S MOVE IT!

D-DID YOU SEE THAT?

LADY, I DUNNO *WHAT* I SAW!

LOOKIT! THE LIGHTS ARE COMING BACK ON IN THE BUILDINGS!

GOOD! I HAVE TO GET BACK TO MY OFFICE!

WHERE'S MY CAR?

WAIT! STAY BACK! THERE MAY STILL BE DANGER--!

PLEASE! YOU MUST GET BACK! IT ISN'T SAFE!

NYPD

IT'S NO USE! THEY'RE BREAKING THROUGH! RADIO FOR REINFORCEMENTS!

*BUT, UNNOTICED IN THE PRESS OF THE CROWD...*

JUST A FEW INCHES MORE--!

*AND AS DR. BLAKE'S FINGERS CLOSE OVER THE HAMMER...*

HOLEE--! IT'S *THOR!* WHERE'D HE COME FROM?

ONE FAVOR DID ARISE FROM THIS! THE NULL-FIELD KEPT MY HAMMER FROM REVERTING TO THE FORM OF BLAKE'S WALKING STICK!

HEED YOUR POLICE! 'TIS NOT YET SAFE HERE FOR ORDINARY MORTALS!

THOR--?

THANK HEAVENS, YOU'VE RETURNED! THE VISION WAS INJURED SOMEHOW BY THAT NULL-FIELD!

I... I CAN'T FIND ANY VITAL SIGNS!

HIS SYNTHETIC BODY IS TOO DIFFERENT FOR THE PARA-MEDICS TO DO ANYTHING!

HELP US! PLEASE--!

HE'S BEEN THROUGH SO MUCH IN THE PAST MONTHS-- WE BOTH HAVE!* I CAN'T BELIEVE THAT IT WOULD END LIKE--!

BE OF STOUT HEART, WANDA!

METHINKS THE SPARK OF LIFE YET RESIDES WITHIN YOUR HUSBAND! WE SHALL FIND THAT SPARK--

--AYE, AND WE SHALL FAN IT TO ITS FULL, BURNING GLORY! COME, WE MUST CATCH UP WITH THE OTHERS!

*IN THE **VISION AND THE SCARLET WITCH** LIMITED SERIES, AND **MARVEL TEAM UP** #'S 129 AND 130.

BLOCKS AHEAD...

BUT WHY CAN'T I JUST FLY UP TO THE TOWER?

BECAUSE THE UPPER FLOORS ARE LOADED WITH DEFENSIVE SYSTEMS!

SHE-HULK'S RIGHT! THE FASTEST, MOST HASSLE-FREE WAY OF ENTERING F.F. HEADQUARTERS--

--IS THROUGH THE LOBBY AND UP THE ELEVATOR! DON'T WORRY... I HAVE MY "KEY"!

ASSUMING HUMAN SIZE, THE WASP USES THE SPECIAL CIRCUITS SEWN INTO HER COSTUME TO RELEASE THE SECURITY LOCKS.

CROWDING INTO THE ELEVATOR, THE AVENGERS ROCKET UP TO THE 34TH FLOOR, STEELING THEMSELVES FOR YET ANOTHER CONFRONTATION. BUT...

I WISH I COULD CARRY PASSENGERS IN MY LIGHT-FORM, DR. RICHARDS -- THEN I COULD HAVE TRANSPORTED MS. MASTERS TO THE HOSPITAL.

DON'T DISTRESS YOURSELF, CAPTAIN. OUR FANTASTICARS ARE QUITE FAST... THE THING SHOULD HAVE HER THERE ALREADY!

OH, CAP! COME IN... ALL OF YOU!

REED? JOHNNY? WE THOUGHT YOU'D BEEN--! WHAT IN BLAZES IS GOING ON HERE?

AFTER A QUICK COMPARING OF NOTES...

SO WHILE WE WERE TRYING TO BREAK THROUGH THE NULL-FIELD, YOU WERE TRYING TO BREAK OUT OF THE NEGATIVE ZONE?*

YES. AND APPARENTLY ANNIHILUS WAS CAUGHT IN THE MIDDLE. WITHOUT REALIZING IT, WE WERE PROVIDING DISTRACTIONS FOR EACH OTHER.

OKAY, I UNDERSTAND THAT. AND YOU SAY THAT ANNIHILUS MUST BE WHERE HE CAN'T HURT ANOTHER SOUL... BUT WHERE'D THOSE NEW UNIFORMS COME FROM?

ACTUALLY, THEY'RE OUR OLD UNIFORMS, JANET. IT'S MERELY AN UNEXPECTED SIDE-EFFECT OF THE INTERDIMENSIONAL TRANSFER. YOU SEE, THE UNSTABLE MOLECULES--!

PLEASE! WE CAN TALK ABOUT THIS LATER!

RIGHT NOW, THE VISION NEEDS OUR HELP!

*FOR THE FULL STORY, SEE F.F. #256.

IN A MATTER OF MOMENTS, THE BRILLIANT MIND OF REED RICHARDS HAS THE SITUATION UNDER CONTROL...

I'D SAY THAT THOR'S ASSESSMENT WAS CORRECT, WANDA. THERE'S NOTHING SERIOUSLY WRONG WITH YOUR HUSBAND.

THE DRASTIC ENERGY DRAIN HE EXPERIENCED IN ENTERING THE NULL-FIELD DISRUPTED CERTAIN RESPONSE SYNAPSES--

-- BUT THERE SHOULD BE NO PERMANENT DAMAGE. IN FACT, BY SLIPPING INTO THIS SLEEP-LIKE STATE, HIS ANDROID BODY HAS ALREADY INITIATED ITS OWN REPAIRS. I COULD PROBABLY SPEED UP THE PROCESS, IF YOU'D--!

R-REED--?

I... FOUND... FRANKLIN.

GOOD LORD.

I'D HOPED HE WAS NOT ON THIS FLOOR--IN THE BLAST.

HE WASN'T-- HE WAS BELOW --BUT HE'S SO STILL...

JOHNNY--!

ON MY WAY, REED! I'LL FLY ON AHEAD AND ALERT THE EMERGENCY WARD!

MOVING AS ONE, SEVEN OF EARTH'S GREATEST HEROES DASH ACROSS THE SHATTERED LAB...

METHINKS DR. BLAKE WILL MISS HIS FLIGHT BACK TO CHICAGO THIS DAY.

AND AS THE ELEVATOR DOORS HISS CLOSED...

BUT WHAT ABOUT...

...THE VISION?

**NEXT ISSUE:** MORE ON THE STATE OF THE VISION, HAWKEYE, AND EVERYTHING IN A STORY WE COULD ONLY CALL...

# THE WITCH'S TALE!

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# THE ANNIHILATION GAMBIT!

THEY ARE FOUR OF THE GREATEST HEROES EVER TO WALK THE FACE OF THE EARTH, BUT IT IS NOT THE EARTH THEY WALK THIS DAY.

ABOUT THEM SWIRLS THE EVER-CHANGING LUNACY OF A UNIVERSE NOT OUR OWN, THE **NEGATIVE ZONE.**

THEY CAME HERE AS EXPLORERS, SEEKING TO EXPAND THE HORIZONS OF KNOWLEDGE.

NOW IT SEEMS QUITE POSSIBLE THAT THEY WILL NEVER LEAVE.

WATCH OUT TROOPS. WE'RE HITTING THE OUTER REACHES OF THE ***DIMENSIONAL INTERFACE.*** IF WE GET ANY CLOSER THIS RIDE COULD GET REAL ROUGH--AS IN ***TERMINAL!***

***REED,*** WHAT CAN WE DO? SOME UNKNOWN FORCE HAS DESTROYED THE ACCESS TUNNEL BACK TO OUR OWN REALITY, AND THAT MEANS THE ONLY WAY BACK TO EARTH IS STRAIGHT AHEAD-- THROUGH THE INTERFACE!

AN' IF WE TRY TA GET HOME ***THAT*** WAY, WE BUY THE FARM BUT GOOD, 'CAUSE HERE IN THE NEGATIVE ZONE WE'RE MADE UP'A ***ANTI-MATTER,*** AN' WITHOUT THE TRANSFERAL SYSTEM IN THE ACCESS TUNNEL...

...THE SECOND WE TOUCH EARTH'S ATMOSPHERE WE'LL BE DESTROYED-- ***TOTAL ANNIHILATION!***

FACE IT, STRETCHO, THIS TIME YER HIGH-FALUTIN' SCIENTIFIC IDEALS HAVE LANDED US IN THE FIRE BUT GOOD.

*THING* -- PLEASE KEEP YOUR USUAL CAUSTIC COMMENTS TO YOURSELF.

MY MIND IS HERE IN MY TRUE BODY ONLY BECAUSE IT IS BEING TRANSMITTED FROM THE PSIONIC MATRIX ABOARD THE ALIEN SHIP WE CAPTURED. I AM NOW CONTROLLING THAT SHIP, BUT MY SLIGHTEST THOUGHT MUST BE CAREFULLY CONTROLLED LEST THE SHIP RESPOND TO IT.

WITH THE ARRAY OF WEAPONS ABOARD, I COULD INADVERTANTLY BLAST YOU INTO *ATOMS!*

HEY-- WUZ THAT A THREAT?

FAR FROM IT, OLD FRIEND. BUT A *WARNING* TO BE SURE. WE ARE UNDENIABLY IN DIRE STRAITS--

--I BEG YOU TO KEEP A COOL HEAD UNTIL I CAN CALCULATE SOME WAY OF ALLEVIATING THE SITUATION.

AH, PERFECT. WHILE WE USED THIS CAPTURED ASTEROID TO CARRY US CLOSER TO THE INTERFACE I HAD THE SHIP'S WORKSHOPS CONSTRUCT A PORTABLE LONG RANGE SCANNER.

REED, YOU'RE BEING VAGUE AGAIN. AND AFTER THE YEARS WE'VE BEEN MARRIED I KNOW YOU WELL ENOUGH TO RECOGNIZE WHAT THAT MEANS.

YOU'RE PLANNING SOMETHING, AREN'T YOU? SOMETHING *DANGEROUS.*

GIVEN OUR PRESENT SITUATION, *SUSAN*, I WOULD THINK *DANGEROUS* IS A RELATIVE TERM AT BEST.

BUT... YES, YOU'RE QUITE RIGHT. THERE IS SOMETHING I MUST DO, AND UNDER EVEN THE BEST CONDITIONS...

HEY, LOOK OUT!

WE'VE STOPPED THIS HUNKA ROCK WE'RE ON FROM BEING PULLED INTO THE ANNIHILATION AREA, BUT THAT MEANS THE JUNK FURTHER OUT IS COMIN' RIGHT AT US!

AN' THAT LI'L CHUNK IS ABOUT THREE TIMES BIGGER THAN THE FRAGMENT WE'RE STANDING ON!

BUT, NOT TO WORRY.

NOT WITH THE *HUMAN TORCH* ON THE JOB!

FLAME ON!

JOHNNY, NO! IT'S ALRIGHT, I CAN...

SAVE YER BREATH, PAL. HE'S TOO BUSY BEIN' A *HERO* AGAIN!

WITH ALL THE SPEED AT THE COMMAND OF HIS **COSMIC-RAY** ALTERED CELLS, THE YOUNGEST MEMBER OF THE **FANTASTIC FOUR** FLASHES UP...

*SHABOOM!* SCRATCH ONE BIG, BAD ASTEROID!

BUT...

I WAS AFRAID OF THIS. THE ROCK HERE IS FAR MORE FRIABLE THAN IN OUR OWN UNIVERSE.

DON'T GET TECHNICAL, BIG BRAIN. YER JUST SAYIN' WE'RE GONNA GET SCORCHED!

OH, FOR SHAME BOYS. SURELY YOU'RE NOT CONCERNED ABOUT A TRIVIAL LITTLE THING LIKE A LAVA SHOWER.

AT LEAST, NOT AS LONG AS YOU HAVE THE *INVISIBLE GIRL* ALONG WITH YOU!

PERFECT, SUE! YOUR INVISIBLE *FORCE-FIELD* HAS STOPPED THE DELUGE AS EFFECTIVELY AS A STEEL WALL!

I DON'T CARE HOW MANY TIMES SHE DOES IT--I AIN'T NEVER GONNA GET USED TO THAT!

THAT'S 'CAUSE YOU'RE AN INCORRIGIBLE WORRY-WART, *BEN.* YOU ALWAYS HAVE BEEN, AN' YOU ALWAYS WILL BE.

SPARE ME TH' PERSONALITY ANALYSIS, HOTSHOT. THERE WOULDN'T A' BIN ANYTHING TA WORRY *ABOUT*, IF IT WEREN'T FER YOU SHOWIN' OFF!

BEN'S RIGHT, I'M AFRAID, JOHNNY. YOUR ACTIONS WERE WELL INTENTIONED, BUT YOU MUST REMEMBER NOT TO TREAT EVENTS HERE IN THE NEGATIVE ZONE AS IF THEY WILL HAVE THE SAME CAUSE AND EFFECT RATIO AS IN OUR UNIVERSE.

BUT, ENOUGH OF THAT. THE DANGER IS PAST, AND I MUST PROCEED WITH MY ORIGINAL PLAN.

THEN--YOU'RE GOING AHEAD? OH, REED, SURELY THE SHIP'S SCANNERS...

LOSE ALMOST ALL THEIR EFFICIENCY THIS CLOSE TO THE DIMENSIONAL INTERFACE. I'M SORRY, MY DARLING, BUT THIS IS THE ONLY WAY, OUR ONLY HOPE OF FINDING A PATH HOME.

I REALIZE THAT, REED. BUT... BUT I CAN'T HELP FEARING FOR YOUR SAFETY. YOU CAN BE... CARELESS WHEN ENGROSSED IN A PROBLEM.

I'LL BE CAREFUL AND ALERT, SUE. DON'T WORRY.

GOOD LUCK, BROTHER-IN-LAW!

JOHNNY STORM'S WORDS GO UNHEARD. THE FULL ATTENTION OF THE MAN CALLED MISTER FANTASTIC IS NOW CONCENTRATED ON THE AWESOME TASK AT HAND.

I'M WITHIN THE OUTER PERIMETER OF THE INTER-FACE. THE RELENTLESS PULL OF THE EARTH IS DRAGGING ME FASTER AND FASTER...

BUT THE EFFECT OF THE INTERDIMENSIONAL MERGE IS STILL SCRAMBLING MY SCANNER'S READOUT.

THERE'S NO WAY AROUND IT. I'M AFRAID I'LL HAVE TO GET EVEN CLOSER.

SLOWLY, CAUTIOUSLY, REED RICHARDS PLAYS OUT MORE AND MORE OF HIS PERILOUSLY SLENDER LIFE-LINE, UNTIL...

I DARE GO NO CLOSER. I'M ONLY A FEW FEET FROM THE EVENT HORIZON. ONLY MY LINE IS KEEPING ME FROM BEING DRAWN ACROSS THE POINT OF NO RETURN...

UNNH! I'M...TAKING A TREMENDOUS BUFFETING FROM THE ANNIHILATION SHOCK WAVE. BUT FOR THE NATURAL RESILIENCE OF MY SUPER-PLIABLE BODY, I'D BE UNCONSCIOUS BY NOW.

THIS MUST BE CLOSE ENOUGH. EVEN A QUICK GLIMPSE--A GARBLED READING--ANYTHING THAT WOULD GIVE ME A CLUE AS TO WHAT DESTROYED OUR ACCESS TUNNEL...

HIS SUPPLE FINGERS MOVE CAREFULLY ACROSS THE FINE CONTROLS, COAXING A READING OUT OF THE MADNESS AROUND HIM.

YES! IT'S WORKING! I'M SCANNING PAST THE INTERFACE, GETTING A GOOD SIGNAL FROM OUR HQ IN MANHAT-TAN...

JUST THE TINIEST BIT OF IMPROVED RESOLUTION AND...

HERE IT COMES...

OH NO! I NEVER DREAMED! NEVER GUESSED!

AND, AS A STARTLING DISCOVERY IS MADE IN ONE UNIVERSE, ACROSS THE FOURTH DIMENSIONAL DISTORTION AREA, IN NEW YORK...

HUMOR ME, SHARON. TELL ME AGAIN WHY WE'RE IN SUCH A RUSH TO GET TO THE BAXTER BUILDING...

BECAUSE I DON'T LIKE THE "ANSWERING SERVICE" YOU SAID YOU SPOKE TO WHEN YOU TRIED TO CALL JOHNNY.*

*IN FF#253--EDITORI-AL.

ALL RIGHT, SO THE FANTASTIC FOUR HAVE A SPOOKY RECEPTIONIST. HOW DOES THAT INVOLVE US? I MEAN, I HAVE TO MEET A DATE IN HALF AN HOUR...

LOOK, JULES, MAYBE SEEIN' GREY LANDERS IS THE MOST IMPORTANT THING ON YOUR TINY MIND RIGHT NOW, BUT I THINK SOMETHING'S WRONG, AN' IF YOU CARE AT ALL ABOUT JOHNNY...

CARE? WELL, YEAH, I CARE. I MEAN, HE CAME TO ME AFTER MY LAST ROOMMATE WENT COSMIC ON HIM...*

BUT DOES THAT MEAN I HAVE TO GET... HEY, WHAT GOES ON HERE?

STERNS

Tyrone

*FRANKIE RAYE BECAME THE HERALD OF GALACTUS IN ISH #244--AL.

HEY, FELLA, WHAT'S HAPPENIN'? WHY'S EVERYBODY BACKED UP HERE?

AIN'TCHA GOT NO RADIO, MAMA? THERE'S SOME BAD NASTINESS GOIN' DOWN 'ROUND THE FANTASTIC FOUR'S HEADQUARTERS. EVEN THE AVENGERS ARE IN ON IT!

YOU'RE KIDDIN'! GIMME A LISTEN...

O-OMIGOSH! SHARON! LOOK! LOOK AT THE BAXTER BUILDING!

BUT TO FIND OUT EXACTLY WHAT JULIE ANGEL NOW SEES, YOU'LL HAVE TO PICK UP AVENGERS#233...

FOR IT IS TIME WE RETURNED TO THE **NEGATIVE ZONE**, WHERE...

SOMETHING'S HAPPENING OUT THERE. THE ROCK FRAGMENTS ARE SHIFTING. THEY'RE STARTING TO CONVERGE ON REED'S POSITION!

IT'S THE CRAZY GRAVITY IN THIS PLACE, SIS. THAT CLOSE TO THE INTERFACE, EVEN A MASS AS SMALL AS **REED'S** IS PULLING STUFF TOWARDS HIM.

I'VE GOTTA DO SOMETHING. GOTTA FLY TO HIM, PULL HIM OUT OF THERE!

DON'T EVEN **THINK** IT, TORCHIE. YA WOULDN'T STAND A CHANCE WITHOUT A SAFETY LINE. THIS IS SOMETHIN' ONLY MAMA GRIMM'S LITTLE BENJAMIN CAN HANDLE.

HIS MIGHTY LEGS SEND **BEN GRIMM** HURTLING OFF THE CAPTURED ASTEROID.

**AWAY** FROM REED'S PLIGHT!

MADE IT!

I AIN'T EXACTLY IN TH' **HULK'S** LEAGUE WHEN IT COMES TA JUMPIN'...

BUT IN THIS NUTTY UNIVERSE I CAN AT LEAST JUMP AS FAR AS THE SHIP.

STRETCHO PROBABLY WOULDN'T CARE MUCH FER WHAT I'M PLANNIN' TA DO, BUT HE AIN'T IN NO POSITION TA DEBATE.

IN FACT, HE WON'T BE IN NO POSITION AT **ALL**, UNLESS I DO SOMETHIN' ABOUT THEM BOULDERS. HE'S TOO FAR AWAY FER SUZIE TA COVER HIM WITH A FORCE-FIELD, AND THE CHUNKS ARE CONVERGIN' TOO FAST TA RISK PULLIN HIM BACK WITH HIS LINE.

SO...

THAT MEANS I GOTTA TRY SOMETHIN' A LITTLE LESS SUBTLE...

BUT A DANG SIGHT MORE EFFECTIVE.

MADE SURE I USED A STORAGE COMPARTMENT OF TH' SHIP--*NOT* THE COMPUTER BANKS WHERE REED'S BRAIN IS "STORED."

ORDINARILY I'D JUST GRAB AHOLD A' ONE A' THESE FLOATIN' MOUNTAINS TA DO THIS...

BUT THIS NEGATIVE ZONE ROCK IS SO CRUMBLY...

IT... UHN... WOULDN'T LAST MORE'N... UNF... ONE HIT.

THERE!

NOW...

YA-HOO! ALL THEM HOURS PLAYIN' POOL AS A KID WUZN'T WASTED AFTER ALL!

AND, AS THE HURTLING PROJECTILE RICOCHETTES FROM ONE ASTEROID TO THE NEXT...

HM? BLAST! DESPITE SUE'S WARNING I'VE ALLOWED MYSELF TO BECOME TOO INVOLVED--I'VE JEOPARDIZED MYSELF, AND THE OTHERS!

AND WITHOUT *ME* THEY HAVE NO CHANCE OF EVER GETTING HOME.

EVEN *WITH* ME OUR CHANCES ARE SLIGHT--AND DIMINISHING!

REED... YOUR FACE! WHAT IS IT? WHAT DID YOU DISCOVER OUT THERE?

THE WORST, MY DARLING. IT'S POINTLESS TO TRY TO CONCEAL THE TRUTH FROM YOU NOW.

WERE IT NOT FOR THE TEMPORAL ANOMALIES BETWEEN OUR UNIVERSE AND THIS ONE IT WOULD BE TOO LATE ALREADY!

SOMEONE--AND I CAN ONLY SPECULATE AS TO *WHO*--HAS GENERATED A NULL-ENERGY FIELD AROUND OUR BAXTER BUILDING HQ--AN EXPANDING FIELD OF NOTHINGNESS THE LIKE OF WHICH HAS ONLY BEEN THEORIZED.

FOR TO ACTUALLY GENERATE SUCH A FIELD COULD WELL MEAN THE ANNIHILATION OF *EVERYTHING!*

YOU... YOU CAN'T MEAN THAT *LITERALLY?*

I DO, SUSAN. WHEN THE NULL-FIELD HAS EXPANDED TO FULL SIZE A SECOND FIELD WILL BEGIN TO FILL IT. WHEN THE TWO COINCIDE IT WILL CAUSE A DIMENSIONAL SHIFT, AND OUR UNIVERSE AND THE NEGATIVE ZONE WILL BRIEFLY OCCUPY THE SAME PHYSICAL SPACE, AT THE SAME TIME.

MATTER AND ANTI-MATTER WILL MEET, AND CANCEL EACH OTHER OUT! IT WILL CAUSE THE ABSOLUTE DESTRUCTION OF TWO UNIVERSES!

BUT BEFORE THAT HAPPENS, THERE IS ONE THING WE *MIGHT* DO...

THE **NEGATIVE ZONE** IS A BOUNDLESS PARADOX, AN ENDLESS COLLECTION OF CONTRADICTIONS. WHAT THE **FANTASTIC FOUR** MUST NOW DO WILL PROVE BOTH DIFFICULT AND TIME CONSUMING. TWELVE LONG DAYS WILL ELAPSE FOR THEM, BUT YOU, GENTLE READER, NEED NOT ENDURE THAT SPAN. JUST AS DIFFERENT AREAS OF THE NEGATIVE ZONE MOVE THROUGH TIME AT VASTLY DIFFERENT RATES, SO OUR ENTIRE UNIVERSE SPEEDS THROUGH THE **FOURTH DIMENSION** MUCH FASTER THAN THE POCKET OF ALTERNATE REALITY CURRENTLY OCCUPIED BY THE FANTASTIC FOUR.

THUS WE MAY TURN OUR ATTENTION TO THE DISTANT **ANDROMEDA GALAXY,** WHERE A GREAT BATTLE-CRUISER DRIVES THROUGH SPACE, BOUND FOR HOME.

AND, THOUGH THE CASUAL OBSERVER MIGHT NOT SUSPECT IT FROM THE QUIET EXTERIOR...

WITHIN, THE ACTIVITY IS... **FRANTIC!**

YOU'RE SURE, SCAN-ENGINEER. IT HAS BEEN A LONG TIME SINCE...

POSITIVE, COMMANDER.

"THE ENERGY READINGS ARE UNIQUE-- UNMISTAKABLE!"

NOT SO VERY LONG AGO SHE WAS **HUMAN.**

SHE IS--OR **WAS**--**FRANKIE RAYE,** AND TO USE HER ERSTWHILE ROOMMATE'S WORDS, SHE HAS INDEED **GONE COSMIC.**

THE FLAMES WHICH TRAIL BEHIND HER ARE LIKE NONE WHICH EVER BURNED ON EARTH. THEY ARE ANCIENT FIRES, OLDER EVEN THAN THE BIRTH OF OUR UNIVERSE.

AND TO THE **SKRULL** COMMANDER THEY ARE A BEACON OF DEATH.

FIRE!

WHAT IN...? A SHIP! A SKRULL SHIP!

THEN I'M ON THE RIGHT TRACK! I KNEW I MUST BE!

OKAY, GUYS, YOU JUST MADE A **LULU** OF A MISTAKE!

SPACE ITSELF SEEMS ALMOST TO **SCREAM** AS HER FIRE BLAZES WITH THE INTENSITY OF AN EXPLODING STAR.

BUT AT THE LAST POSSIBLE MOMENT BEFORE THE AWESOME **IMPACT** CAN OCCUR...

NOVA

THE CALL IS NO MORE THAN A WHISPER OF SHIFTING SANDS DEEP WITHIN HER MIND.

BUT HER REACTION IS INSTANTANEOUS.

COMING, MASTER! HOLD ON! NOVA IS COMING.

THE STARK SIMPLICITY OF THE GREAT STARSHIP'S OUTER HULL...

...DISGUISES A WONDERLAND OF ADVANCED TECHNOLOGY WITHIN.

THROUGH THE MYRIAD TUNNELS AND BY-WAYS THE WOMAN WHO WAS FRANKIE RAYE STREAKS...

UNTIL, AT THE VERY HEART...

NOVA IS HERE, MASTER. HOW ARE YOU?

FAILING. FAILING FAST, MOST FAITHFUL OF ALL MY HERALDS. WE MUST ACT QUICKLY.

FEAR NOT, MASTER. THOUGH THE COSMIC **HUNGER** THREATENS TO CONSUME YOU, I HAVE LOCATED A SUITABLE PLANET.

IT IS CLOSE BY, AND BURSTING WITH THE LIFE-ENERGIES YOU NEED TO SUSTAIN YOU. IT IS THE **SKRULL THRONEWORLD!**

THE FATE OF AN ALIEN WORLD NOW HANGS UPON A SLENDER THREAD, YET HOW INSIGNIFICANT THIS SEEMS IN LIGHT OF WHAT NOW TRANSPIRES IN THE NEGATIVE ZONE.

IT IS NOT PALTRY PLANETS ALONE, WHOSE FATE WILL BE DECIDED IN THE NEXT FEW MINUTES, BUT ENTIRE *UNIVERSES!*

TWELVE DAYS OF ALMOST ENDLESS LABOR ARE OVER, AND A GHOSTLY IMAGE FLICKERS AND DANCES IN EMPTY SPACE.

IT'S WORKING! THE CONSTRUCT IS MATCHING THE EXACT DIMENSIONS OF THE BAXTER BUILDING!

IT'S... EERIE! LIKE A HALF-REMEMBERED *DREAM.* IS THAT BECAUSE IT DOES NOT TRULY *EXIST* IN THIS UNIVERSE?

THAT'S CORRECT, SUE. THIS IMAGE IS A DIMENSIONAL ANALOG--A NEGATIVE TO THE **POSITIVE FIELD** JUST NOW ACTIVATED IN OUR UNIVERSE.

AN' THAT OTHER FIELD LOOKS LIKE OUR HEADQUARTERS BUILDIN'? STRETCH, I'M BEGINNIN' TA WONDER IF...

DON'T SAY IT, BEN. I'M AS CERTAIN OF THIS PLAN AS I CAN BE, GIVEN THE CIRCUMSTANCES.

THAT'S IT, RICHARDS. SOUND AS CONFIDENT AS YOU CAN. DON'T LET THE OTHERS SUSPECT THE TRUTH; THAT WE ARE CLOSER TO DEATH NOW THAN WE HAVE EVER BEEN!

WHOEVER OR WHATEVER CREATED THIS ANNIHILATION DEVICE HAS SET IN MOTION A SEQUENCE OF EVENTS WHICH LOGIC SAYS CANNOT SUCCESSFULLY BE INTERRUPTED.

WITH LUCK, ACTIVATING THIS NEGATIVE ANALOG WILL CAUSE THE MERGING EFFECT OF THE TWO FIELDS TO BE CONTAINED TO THE AREA OF THE BAXTER BUILDING -- AND WILL HOPEFULLY RETURN US TO OUR OWN REALITY SIMULTANIOUSLY.

BUT IT ALSO DEPENDS UPON THE CORRECT ACTIONS BEING TAKEN IN OUR REALITY. I PRAY THAT SOMEONE--AN AVENGER PERHAPS--IS WORKING TO BRIDGE THE TWO FIELDS AS I WOULD HAVE.

GET READY NOW, EVERYONE. HOLD YOUR POSITIONS. DON'T DRIFT...

I'M ACTIVATING THE PRIMARY FREQUENCY MODULATOR...

NOW!

*AND, IN OUR TROUBLED UNIVERSE, THE CREATURE KNOWN AS **ANNIHILUS** RANTS AGAINST THE APPARENTLY HELPLESS **AVENGERS**...*

THESE ARE YOUR LAST WRETCHED MOMENTS OF...

EH?

THAT CIRCUITRY... SMOKING?

NO! NO! SOMETHING IS AFFECTING THE SECONDARY FIELD GENERATOR! THAT IS IMPOSSIBLE! ONLY A DUPLICATE FIELD IN MY NATIVE NEGATIVE ZONE COULD...

*RICHARDS!* IT MUST BE! SOMEHOW THE ACCURSED FANTASTIC FOUR ARE ATTACKING ME! BUT THEY SHALL NOT SUCCEED!

*AT THAT MOMENT THE AVENGER **CAPTAIN MARVEL** MAKES AN UNANTICIPATED ENTRANCE!*

WHAT HAPPENS NEXT, HAPPENS **FAST.**

ARRGH!

THE CONSOLE-- EXPLODING-- SHATTERING MY LIFE-SUPPORT ARMOR...

I AM DEFEATED!

BUT-- NO! THE FINAL SWITCH REMAINS INTACT. WITH MY DYING BREATH I MAY YET ACTIVATE THE CIRCUITS ***MANUALLY!***

*AND, IN THE NEGATIVE ZONE AT THAT INSTANT...*

IT'S HAPPENING. MY SCAN SHOWS A SUDDEN UPSURGE IN ENERGY. GET READY TO DIVE INTO THE FIELD...

NOW!

*THE UNIVERSE TURNS INSIDE OUT...*

*AN INSTANT THAT SEEMS AN ETERNITY, A SINGLE MOMENT LONGER THAN ALL THE HISTORY OF TWO REALITIES...*

AND, EXACTLY ACCORDING TO PLAN...

NO!

A GAPING, YAWNING MAW OPENS HUNGRY JAWS BEHIND ANNIHILUS.

I'M BEING DRAWN BACK... BACK INTO THE NEGATIVE ZONE!

THE TRANSITION IS WRENCHING. EVEN WITH HIS EXO-SKELETAL ARMOR ANNIHILUS WOULD BE BATTERED NEARLY SENSELESS.

AS IT IS, LITTLE MORE THAN REFLEX SETS HIS SHRIVELLED WINGS BEATING AGAINST THE IRRESISTABLE TUG OF THE INTERFACE.

HIS RAVAGED THROAT FINDS VOICE. A TERRIBLE, SOUL-SEARING SCREAM RIPS OUT...

AND IS ABRUPTLY TERMINATED.

AT THAT PRECISE INSTANT A THUNDERCLAP RIPS THROUGH THE BAXTER BUILDING...

THE FANTASTIC FOUR ARE HOME!

WOW!

OUR COSTUMES! THEY'VE CHANGED ...AS IF THEY'VE BECOME... NEGATIVE...?

REED, HOW COULD... OH MY LORD! REED!

I'M... ALL RIGHT, SUE.

AS I HOPED, THE TRANSITION RESTORED MY MIND TO MY BODY...

BUT THE EFFECT IS...SOMEWHAT DISORIENTING.

AND YOU, YOUNG WOMAN, HAVE A GREAT DEAL OF EXPLAINING TO DO!

WHAT...?

AW, LET HER GO, STRETCH. SHE'S ON THE UP AN' UP, AWRIGHT. SHE'S TH' NEW CAPTAIN MARVEL.

...CAPTAIN... MARVEL...?

YEAH. SHE AN' ME MET A FEW MONTHS BACK WHEN...

...OH NO...

ALICIA!

THE FLOOR SEEMS TO TILT BENEATH HIM. SUDDENLY BEN GRIMM FEELS HIS WORLD, HIS VERY LIFE, RUNNING LIKE DUST THROUGH HIS FINGERS.

THE WOMAN HE LOVES LIES LIKE A BROKEN DOLL IN THE MIDST OF THE DESTRUCTION.

AND IF SHE STILL BREATHES, HE CANNOT TELL.

ALICIA! ALICIA, BABY, DON'T BE DEAD! YOU CAN'T BE DEAD!

AT HIS TOUCH HER BLIND EYES SNAP OPEN, AND THEIR STARK TERROR BURNS INTO HIS VERY SOUL.

ANNIHILUS! NO! DON'T HURT ME AGAIN!

NOT AGAIN!

AS SUDDENLY AS IT BREAKS FROM HER BATTERED AND BROKEN BODY THE OUTBURST ENDS. THE BRUTISH **THING** MOVES WITH UNACCUSTOMED GENTLENESS...

OUTTA THE WAY! EVERYBODY OUTTA THE WAY! COMIN' THROUGH!

GOTTA GET TO THE *HANGAR DECK*... GET A FANTASTICAR... GET HER TA TH' HOSPITAL!

REED... REED IF ALICIA'S HERE... IF SHE'S HURT...

DON'T WORRY, SUE! SHE'LL BE FINE. SHE ***MUST*** BE...

NO, YOU DON'T UNDERSTAND. IF SHE'S HERE... I'D HOPED... I'D *PRAYED* SHE'D BE OUT OF THE BUILDING... WITH OUR SON, *FRANKLIN!*

BUT HE MUST ALSE BE SOMEWHERE IN OUR HEADQUARTERS.

WE'VE GOT TO FIND HIM!

WE'LL SPLIT UP, SUE. YOU COVER THE RESIDENTIAL LEVEL AND I'LL...

*BEFORE REED RICHARDS CAN CONTINUE...*

BLAST! I SHOULD HAVE REALIZED THAT, WITH ALL THE DAMAGE ON THIS FLOOR, FIRES WOULD BREAK OUT! I CAN'T LOOK FOR FRANKLIN WHEN THE WHOLE BUILDING COULD BLOW UP!

*HIS BODY IS AN ELASTIC **BLUR** AS **MISTER FANTASTIC** SWEEPS UP A FIRE-EXTINGUISHER.*

*BUT FAST AS HE IS, THE **HUMAN TORCH** IS FASTER.*

DON'T WORRY, FEARLESS LEADER!

WITH MY CONTROL OVER FLAME I CAN EASILY DRAW THE FIRE INTO MY OWN CORONA.

GOOD WORK, JOHNNY. BUT YOU'D BETTER FLAME OFF UNTIL I COMPLETE A SAFETY SCAN.

YOUR OWN FLAME MIGHT INADVERTANTLY TOUCH OFF ANOTHER BLAZE!

DOCTOR RICHARDS...

I'M NOT SURE WHAT USE MY *ENERGY POWERS* COULD BE IN THIS SITUATION, BUT IF THERE'S ANYTHING I CAN DO TO HELP...

I THINK NOT... CAPTAIN. THANKS ALL THE SAME. IT LOOKS AS IF THE DANGER HAS PASSED. MY SCANNER IS CLEAR...

STILL...

AS THE ELEVATOR DOORS OPEN, THE AVENGERS, PREPARED FOR A CONFRONTATION, FIND INSTEAD...

I WISH I COULD CARRY PASSENGERS IN MY LIGHT-FORM, DR. RICHARDS--THEN I COULD HAVE TRANSPORTED MS. MASTERS TO THE HOSPITAL.

DON'T DISTRESS YOURSELF, CAPTAIN. OUR FANTASTICARS ARE QUITE FAST... THE THING SHOULD HAVE HER THERE ALREADY!

OH, CAP! COME IN... ALL OF YOU!

JOHNNY? REED? WE THOUGHT YOU'D BEEN--! WHAT IN BLAZES IS GOING ON HERE?

AFTER A QUICK COMPARING OF NOTES...

SO WHILE WE WERE TRYING TO BREAK THROUGH THE NULL-FIELD, YOU WERE TRYING TO BREAK OUT OF THE NEGATIVE ZONE?*

YES, AND APPARENTLY ANNIHILUS WAS CAUGHT IN THE MIDDLE. WITHOUT REALIZING IT, WE WERE PROVIDING DISTRACTIONS FOR EACH OTHER.

OKAY. I UNDERSTAND THAT. AND YOU SAY THAT ANNIHILUS MUST BE WHERE HE CAN'T HURT ANOTHER SOUL... BUT WHERE'D THOSE NEW UNIFORMS COME FROM?

ACTUALLY, THEY'RE OUR *OLD* UNIFORMS, JANET. IT'S MERELY AN UNEXPECTED SIDE-EFFECT OF THE INTERDIMENSIONAL TRANSFER. YOU SEE, THE UNSTABLE MOLECULES--

PLEASE, WE CAN TALK ABOUT THIS LATER! RIGHT NOW, THE VISION NEEDS HELP!

*FOR THE FULL STORY, SEE AVENGERS #233.

ONCE AGAIN REED IS SIDETRACKED FROM SEARCHING FOR FRANKLIN.

I'D SAY THAT THOR'S ASSESSMENT WAS CORRECT, WANDA. THERE'S NOTHING SERIOUSLY WRONG WITH YOUR HUSBAND.

THE DRASTIC ENERGY DRAIN HE EXPERIENCED IN ENTERING THE NULL-FIELD DISRUPTED CERTAIN RESPONSE SYNAPSES--

--BUT THERE SHOULD BE NO PERMANENT DAMAGE. IN FACT, BY SLIPPING INTO THIS SLEEP-LIKE STATE, HIS ANDROID BODY HAS ALREADY INITIATED ITS OWN REPAIRS. I COULD PROBABLY SPEED UP THE PROCESS, IF YOU'D--!

R-REED--?

I... FOUND... FRANKLIN.

GOOD LORD.

I'D HOPED THAT HE WAS NOT ON THIS FLOOR-- IN THE BLAST.

HE WASN'T-- HE WAS BELOW --BUT HE'S SO STILL...

JOHNNY--!

ON MY WAY, REED! I'LL FLY ON AHEAD AND ALERT THE EMERGENCY WARD!

MOVING AS ONE, SEVEN OF EARTH'S GREATEST DASH ACROSS THE SHATTERED LAB...

AND AS THE ELEVATOR DOORS HISS CLOSED...

BUT WHAT ABOUT...

...THE VISION?

NEXT: THE SHOCKING CONTINUATION OF OF OUR SAGA WILL BE FOUND IN THE PAGES OF ***THE THING*** #2 AND ***THE AVENGERS*** #234.

BE ***HERE*** NEXT ISSUE FOR NOVA, GALACTUS, THE VISION, THE SCARLET WITCH, AND A STARTLING DEVELOPMENT FOR THE LEADER OFF THE FF. DON'T MISS... **FRAGMENTS** --IN 30 DAYS!

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# THE THING™

B

BY ROD WILSON SINNOTT

Stan Lee PRESENTS:

# FOR BEAUTY PASSED AWAY

WUTTA MESS!

JOHN BYRNE
SCRIPT & INKS
RON WILSON
PENCILS
RICK PARKER
LETTERS
BOB SHAREN
COLORS
MILGROM and NOCENTI, EDITORS
JIM SHOOTER
CHIEF

TWO DAYS HAVE PASSED SINCE A DOZEN OF THE MIGHTIEST HEROES ON EARTH ENGAGED IN PERHAPS THE GREATEST BATTLE OF THEIR CAREERS. *

YA WOULDN'T THINK EVEN *REED* COULD CRAM THIS MUCH JUNK ONTA ONE FLOOR.

* SEE FANTASTIC FOUR #257 & AVENGERS #233 -- EDITOR.

"IT WAS A STRANGE BATTLE TO BE SURE, FOR THOUGH THE FATE OF NOTHING LESS THAN TWO *UNIVERSES* HUNG IN THE BALANCE, THERE WAS NO ACTUAL, PHYSICAL CONFRONTATION.

'COURSE, I GUESS IT REALLY DIDN'T TAKE UP AS MUCH SPACE BEFORE IT WUZ WRECKED.

IN FACT, THE MIGHTY-MUSCLED *THING* DID NOT EVEN COME FACE TO FACE WITH THE ENEMY...

UNTIL NOW.

WELL, LOOKY HERE.

LOOKS LIKE THERE WUZ MORE TA THIS LATEST GO-ROUND WITH *ANNIHILUS* THAN WE THOUGHT.

I NEVER KNEW THIS UGLY KISSER OF HIS WUZ A *MASK*. I ALWAYS THOUGHT HE REALLY LOOKED THIS WAY.

JUST GOES TO SHOW, I GUESS. YA THINK YA GOT A VILLAIN PEGGED...

AW, PHOOEY.

I AIN'T GOT TIME FER DOIN' MY "ALAS, POOR YORICK" NUMBER.

IT'S WAY PAST TIME I WUZ ON MY WAY T' TH' *HOSPITAL*.

*ALICIA'S* ON HER WAY TA RECOVERY, TH' DOCS SAY, BUT WE STILL DON'T KNOW ABOUT *FRANKLIN*.

*CONCERN FOR HIS LOVED ONES ACCELERATES HIS ACTIONS...*

*AND THE THING FINISHES THE CLEAN-UP JOB...*

*AS ONLY HE CAN.*

BETTER BE REAL CAREFUL NOW.

I'VE GOT ME ABOUT TWENTY TONS MASHED INTA THIS BALL. IF I DROP IT, IT'LL GO STRAIGHT THRU TA *CHINA*!

I'D LOVE TA SEE THE LOOKS ON THE GARBAGE COLLECTORS' FACES IF I DUMPED IT ON THE STREET...

BUT, NAH... BETTER DO THIS *RIGHT*.

WASTE DISPOSAL

TAPPING OUT A SECURITY COMBINATION ON THE LOCK, THE THING OPENS THE SMALL PANEL...

AND A FEW SECONDS LATER...

CLONK

...THE BALL OF COMPRESSED JUNK IS FLASHED INTO ITS COMPONENT MOLECULES.

THERE! THAT STUFF'LL BE RE-CYCLED INTA WHAT-EVER GIZMO REED BUILDS NEXT.

BOY-- WE'VE SURE SAVED A BUNCHA BUCKS SINCE HE BUILT THEM DISPOSALS!

ONCE UPON A TIME GETTIN' SOMETHIN' BROKE AROUND HERE MEANT A BIG CASH OUTLAY.

NOW ABOUT THE ONLY BIG EXPENSES WE HAVE ARE *MEDICAL.*

AN ELEVATOR CARRIES HIM TO THE RESIDENTIAL LEVEL...

AND, AFTER PICKING UP ADDITIONAL CLOTHES IN HIS ROOMS...

IT IS A FIGURE SUPERFICIALLY MORE *BEN GRIMM* THAT FINALLY EMERGES IN THE LOBBY, THIRTY FLOORS BELOW.

HARD TA BELIEVE ALL THIS NEARLY WENT *POOF* JUST FORTY-EIGHT HOURS AGO.

FACE IT, PAL, WE WERE *LUCKY.* AN' WE CAN'T GO ON BEIN' LUCKY FOREVER.

MORNIN,' MISTER GRIMM.

HMMM? OH, HEY, LUMPY, HOW YA DOIN'?

OH, CAN'T COMPLAIN, CAN'T COMPLAIN.

WELL--I COULD, BUT WHO'D LISTEN? NOBODY REALLY CARES ABOUT AN OLD MAILMAN, I SAID TO MY...

YER BREAKIN' MY HEART, WILLY. I'VE TOLDJA IF YER GONNA KEEP THIS ROUTE YA CAN'T COMPLAIN ABOUT HAVIN' TA DELIVER OUR *TONS* A' *FAN MAIL.*

I KNOW. I KNOW. I ASKED FOR A TRANSFER, BUT ALL THEY'D OFFER ME WAS THE ROUTE WITH *RICHARD NIXON'S* CONDO...

AND I SWEAR SOME OF THOSE PARCELS *TICKED!*

BUT, SPEAKING OF YOUR FAN MAIL, MR. GRIMM...

THIS DOESN'T LOOK LIKE IT'S FROM THE USUAL BRAND OF FAN. LOOKS IMPORTANT.

PRIORITY MAIL

Ben Grimm
c/o the Fantastic Four
Baxter Building
New York
N. Y. 10022

FIRST CLASS

GOOD GUESS, WILLY. YER A REG'LAR *SHERLOCK HOLMES.*

ANYTHING BUT A MAILMAN, EH? THAT'S WHAT MY MISSUS USED TA SAY...

YEAH, WELL 'SCUSE ME, LUMPY. I GOT AN APPOINTMENT.

*SO, LEAVING WILLY LUMPKIN TO MUTTER DISCONTENTEDLY TO HIMSELF...*

TAXI!

WOW! BIG GUY!

TAXI

HOLY CATS! Y-YOU'RE THE *THING!*

THAT'S RIGHT, PAL. BUT SPARE ME TH' ADULATION, HUH? JUST GET ME TA *MERCY GENERAL.*

*AND, AS THE CABBIE LAPSES INTO SILENCE...*

WONDER WHAT THIS IS? GOT A *CALIFORNIA* POST MARK.

BUT I AIN'T HAD CONTACT WITH NOBODY FRUM OUT THERE SINCE WE MOVED OUR HEADQUARTERS FROM *CENTRAL CITY* TA *NEW YORK.*

WHO IN THE WORLD...

*HIS THOUGHTS TRAIL AWAY TO NOTHING. THE AWKWARD, SCRAWLED HANDWRITING SEARS ACROSS HIS HEART, HIS SOUL.*

AW... NO...

*IT IS AS IF AN ICY HAND HAS REACHED OUT FROM A LONG-CLOSED GRAVE TO TOUCH EVERY FIBER OF HIS BEING.*

*MERCIFULLY, HE HAS LITTLE TIME TO* **BROOD** *ON THE LETTER'S CONTENTS BEFORE THE TAXI ARRIVES AT ITS DESTINATION.*

HOSPITAL

EMERGENCY VEHICLES ONLY

THRU TRAFFIC ONLY

THAT'LL BE SEVEN BUCKS, EVEN.

NO MORE TIME TA WORRY ABOUT IT JUST NOW.

THE CRINKLE OF PAPER SEEMS OVERLOUD AS HE STUFFS IT IN HIS COAT.

OUT OF NECESSITY HIS CONCENTRATION TURNS ELSEWHERE...

HOSPITAL

...BUT THAT ICY HAND WILL NOT LET GO.

AND, ON THE TENTH FLOOR.

REED? WHAT'S TH' WORD?

THE THING HAS SEEN HIS FRIEND AND PARTNER IN DARK DEPRESSION BEFORE, BUT NEVER HAS SUCH BLACK DESPAIR CLOUDED REED RICHARDS' EYES.

NOTHING YET, BEN. YOUR UNCLE AND *SUE* ARE WITH FRANKLIN, NOW. BUT THERE'S BEEN NO CHANGE.

TAKE WHAT YA CAN GET, PAL

IF IT AIN'T CHANGED, AT LEAST IT AIN'T WORSE.

TRUE, OLD FRIEND. VERY TRUE. BUT SMALL CONSOLATION WHEN...

WAIT-- HERE THEY COME.

GOOD MORNING, BEN. WELL, REED, AS I WAS JUST TELLING YOUR WIFE, I THINK YOUR SON'S STABLE CONDITION IS A POSITIVE SIGN. I CANNOT SAY HOW LONG RECOVERY WILL TAKE, BUT FOR NOW AT LEAST, THE WORST IS OVER.

OH, THANK GOD. AND THANK YOU, DR. GRIMM.

WELL, THAT'S GOTTA BE TH' BEST NEWS I'VE HEARD T'DAY. NOW IF YOU'LL ALL EXCUSE ME, I GOTTA GO SEE HOW ALICIA'S DOIN'.

OF COURSE, BEN. YOU'LL DROP BY LATER TO SEE FRANKLIN...?

JUST TRY AN' KEEP ME AWAY, STRETCH. HE'S THE ONLY "NEPHEW" I GOT.

MINUTES LATER...

ALICIA MASTERS' ROOM IS COOL AND DARK AND SILENT BUT FOR THE SOFT BREATH OF THE SMALL, BANDAGED FIGURE.

THEY PROB'LY GOT HER ALL DOPED UP STILL.

I'LL COME BACK IN A WHILE.

BEN?

ALICIA, BABY. I'M SORRY. I DIDN'T MEAN TA WAKE YA.

YOU DIDN'T, MY DARLING. I WAS JUST LYING HERE THINKING. HOW ARE YOU? HOW IS FRANKLIN?

UNCLE JAKE SAYS HE'S GONNA BE... FINE. AN' I'M OKAY. NOTHIN' *HAPPENED* TA *ME*. HOW'RE YOU?

I'M WORRIED ABOUT 'CHA, BABY. I MEAN, I KNOW THE DOCTORS SAY YER OKAY, BUT WHEN I SEE YA ALL BANDAGED UP LIKE THIS...

I KNOW *ANNIHILUS* DID A REAL NUMBER ON YOU AN' FRANKLIN...

DON'T TALK ABOUT IT, BEN. PLEASE.

TELL ME WHAT IT IS THAT'S BOTHERING YOU. NO, DON'T DENY IT, I KNOW YOU TOO WELL. EVEN BEHIND THOSE CRAGGY FEATURES I CAN TELL YOU'RE TROUBLED. DEEPLY TROUBLED.

CAN'T HIDE NUTHIN' FROM YOU, CAN I, BABE? YA MAY BE BLIND, BUT 'CHA SEE RIGHT THROUGH ME.

YEAH, THERE'S SOMETHIN' BOTHERIN' ME.

IT... I KNOW IT MAY SEEM SELFISH A' ME, FER SOMETHIN' LIKE THIS TA BE BOTHERIN' ME SO MUCH. I MEAN, COMPARED TA WHAT'S HAPPENED IN THE LAST COUPLA DAYS, THIS IS NUTHIN'.

BUT IT'S A REAL OLD "NOTHIN'," AND IT CUTS REAL DEEP.

THE FRAGILE SCRAP OF PAPER SEEMS TO WEIGH TONS IN HIS HAND. THE MIGHTY-MUSCLED ***THING*** CAN BARELY FIND THE STRENGTH TO DRAW IT FROM HIS POCKET.

YA SEE, BABE, THERE'S SOMETHING... SOMEONE I NEVER TOLDJA ABOUT...

HIS VOICE IS SCARCELY MORE THAN A THROATY WHISPER. HE STUMBLES OVER WORDS, LIKE SOMEONE SUDDENLY UNFAMILIAR WITH HIS NATIVE TONGUE. BUT HE GETS IT OUT...

COLLEGE DAYS... SO FEW YEARS AND YET SO MANY LIFETIMES AGO. IN THOSE DAYS, **REED RICHARDS** WAS NOT YET THE WORLD-RENOWNED SCIENTIST-ADVENTURER KNOWN AS **MISTER FANTASTIC**. A SCORE OF DEGREES ALREADY TO HIS NAME, HE WAS AT THAT POINT BUT A HUMBLE STUDENT AT EMPIRE U...

BUT EVEN THEN, HE HAD ONE FRIEND CLOSER THAN ALL THE REST...

HEY, BIG BRAIN, TIME TA PACK UP YER TEST-TUBES AN' HAVE A FEW LAFFS.

HM? OH, HELLO, BEN.

SORRY, ROOMIE, BUT I CAN'T SPARE THE TIME RIGHT NOW. I THINK I'VE FOUND AN INTRINSIC FLAW IN MICHELSON'S POSTULATE ON THE RE-ORGANIZATION OF INANIMATE MOLECULES INTO...

LOOK, PAL, I DON'T CARE IF YOU'VE FOUND THE FORMULA FER THE PERFECT MILK SHAKE. YOU'VE BEEN HOLED UP IN THIS SMELLY LAB FER TWO WEEKS, THIS IS *SATURDAY NIGHT...*

AN' YOU'RE GONNA HAVE A GOOD TIME, CAPEESH?

BEN! PUT ME DOWN! THIS IS ABSURD!

SUCH WAS LIFE, BEFORE THEIR EXPOSURE TO COSMIC RAYS. BEFORE THE **FANTASTIC FOUR.**

BEN! HEY, BIG FELLA, OVER HERE!

HIYA, DOLL-FACE! REED, YOU REMEMBER *ALYNN CAMBERS*, DONTCHA?

OF COURSE. GOOD AFTERNOON, MISS CAMBERS.

*ALYNN*, PLEASE. AND I DON'T THINK YOU'VE MET *NAN FREEMAN*.

HI, REED. BEN'S TOLD ME JUST OODLES ABOUT YOU.

...OODLES...?

WELL, ENOUGH A THIS INTRODUCTORY STUFF. WHO'S FER A FEW BREWS AT THE *STUDENT PUB*?

SOUNDS GREAT TO ME, SWEETIE, BUT REED DOESN'T LOOK TOO THRILLED.

AW, DON'T MIND HIM. HE HAS TROUBLE HAVIN' FUN IN MIXED COMPANY, 'CAUSE HE'S THINKIN' ABOUT A YOUNG LADY HE MET LAST SUMMER.

BEN... PLEASE!

YOU SEE -- MRS. STORM, MY LANDLADY IN THE CITY, HAS THIS NIECE, SUSAN AND.. WELL... ER... I MEAN...

AWRIGHT PAL, SAVE YER BREATH. WE GOT A FUN EVENIN' AHEAD OF US, AN' I DON'T WANNA WASTE NO TIME YAKKIN' ABOUT YOUNG GIRLS WITH BIG CRUSHES ON UNIVERSITY BOYS.

C'MON, LET'S SPLIT.

TWO WEEKS LATER.

BEN?

FOOTBALL GAME

LOCKER ROOM

HEY, ALYNN. COME TA WATCH ME WIN ANOTHER GAME FER OL' E.S.U.?

N-NOT EXACTLY, BEN. I... BEN, I HAVE TO TELL YOU SOMETHING, BUT I JUST DON'T KNOW WHERE TO BEGIN. IT'S SO HARD. I...

IT'S NOT ANOTHER GUY! ALYNN, TELL ME YOU AIN'T FOUND ANOTHER GUY.

NO, BEN. NOTHING LIKE THAT. NOTHING THAT SIMPLE. I...

OH...BEN! I LOVE YOU! I'LL ALWAYS LOVE YOU, NO MATTER WHAT HAPPENS. YOU KNOW THAT DON'T YOU? YOU BELIEVE IT? TELL ME YOU BELIEVE IT!

SURE, BUT...

DON'T SAY ANYTHING ELSE, BEN. DON'T ASK ANYTHING. PRETEND I WASN'T EVEN HERE. PRETEND I WAS NEVER HERE. NEVER IN YOUR LIFE AT ALL.

ALYNN...!

GRIMM! ON THE FIELD!

WHAT HAPPENED NEXT BEN WOULD BE ABLE TO PIECE TOGETHER LATER. ENOUGH AT LEAST TO HAVE A CLEAR IMAGE OF THE EVENTS.

ALYNN?

YOU'RE LEAVING?

AREN'T YOU GOING TO SIT WITH ME, AS USUAL? BEN IS SURE TO MISS YOU IF YOU'RE NOT THERE CHEERING HIM ON.

NO... NO, I...

ALYNN, WHAT IS IT? YOU'RE CRYING! IS SOMETHING WRONG... SOMETHING WITH BEN?

OH...OH, REED, I WISH I COULD TELL YOU. I WISH I COULD TELL ANYONE. BUT... I CAN'T. I JUST CAN'T!

BUT SHE CANNOT FIND THE WORDS. THE SOBS TEAR AT HER, AND TREMBLING, SHE FLEES.

LEAVING A CONFUSED REED RICHARDS TO REALIZE THAT ONCE AGAIN, ALL HIS KNOWLEDGE HAS GIVEN HIM BUT TINY INSIGHT INTO THE WORKINGS OF THE HUMAN HEART.

IT IS A REALIZATION THAT WILL NOT STAY WITH HIM LONG, FOR HE SOON BECOMES SWEPT UP IN THE RAW DRAMA UNFOLDING ON THE FIELD BELOW.

LIKE ANCIENT ARMIES, THE TWO TEAMS DRAW THEIR BATTLE LINES: THIS IS A VICTORY THAT WILL BE HARD WON, FOR THE TWO BEST TEAMS IN THE COLLEGE LEAGUE FACE EACH OTHER ON THE GRIDIRON...

AND EVEN THOSE WITH PRECIOUS LITTLE INTEREST IN SPORTS CANNOT HELP BUT FEEL THEIR BLOOD SURGING FASTER AS THE INTENSITY BUILDS.

THOUGH REED IS EVER AWARE OF THE EMPTINESS THAT OCCUPIES THE SEAT TO HIS LEFT...

AND SO TOO, BY HALFTIME, IS BEN GRIMM.

AND THE KNOWLEDGE IS LIKE A DAGGER IN HIS HEART.

IT IS NOT THE FOOTBALL CHAMPION WHO RETURNS TO THE FIELD, FOR BEN GRIMM'S MIND IS NOT ON THE GAME.

HE IS A COMPLEX MAN, YET HIS HEART BELONGS TO SIMPLE THINGS--BASIC IDEALS AND DREAMS.

AND HE FEELS ONE OF THEM SLIPPING THROUGH HIS FINGERS NOW.

BANG!

MORE THAN ONE.

THE GAME IS OVER.

I DON'T BELIEVE YOU! THE BEST DANG PLAYER IN THE WHOLE COLLEGE LEAGUE! YOU'VE CARRIED WHOLE GAMES ALL BY YOURSELF! BUT COME THE MOST IMPORTANT GAME OF ALL, AN' YOU PLAY LIKE... LIKE... I DUNNO LIKE WHAT.

LEMME BE, COACH.

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BEN, I...

DON'T SAY IT, BIG BRAIN. LAST THING I NEED RIGHT NOW IS A BUNCHA TEN-DOLLAR WORDS FROM YOU. I BLEW IT. I BLEW THE GAME. I'LL BE LUCKY IF I HAVEN'T BLOWN MY SCHOLARSHIP.

OH, I'M SURE THEY WON'T DO THAT TO YOU, OLD FRIEND. IF YOU JUST EXPLAIN WHAT HAPPENED...

AN' HOW AM I SUPPOSED TA DO THAT, WHEN I DON'T EVEN KNOW MYSELF?

I'VE HAD IT! I'VE HAD IT WITH COLLEGE, WITH YOU, WITH THIS STUPID GAME...

I'VE HAD IT!

GRIMM!

LET HIM GO, COACH. I'VE NEVER SEEN BEN LIKE THIS, BUT...

ALL RIGHT, RICHARDS, YOU KNOW HIM BETTER THAN ANY OF US, BUT FIND OUT WHAT THE HECK'S EATIN' HIM, WILL YA?

I'LL TRY, COACH. I'LL TRY.

FOUR HOURS LATER...

READY TO TALK, BIG FELLA?

THERE'S NOT A WHOLE LOT TA SAY, PAL. I MADE A DANG FOOL OF MYSELF, AND THINKIN' ALL ALONE UP HERE, THERE'S ONLY ONE REASON FER IT THAT I'VE BEEN ABLE TA COME UP WITH.

ALYNN, YES? YOU LOVE HER. WHY DON'T YOU TELL HER?

YOU THINK THAT'S THE ANSWER, THE CURE-ALL? OKAY, BIG BRAIN. IF I CAN FIND HER, I'LL TELL HER. I'LL TELL HER MORE'N THAT!

IT TOOK BEN GRIMM NEARLY THREE WEEKS TO FIND ALYNN CAMBERS AGAIN. SHE HAD LEFT THE SCHOOL, LEFT HER DREAMS OF EDUCATION BEHIND. BUT, FORTUNATELY, SHE HAD NOT YET LEFT TOWN.

YOU SHOULDN'T HAVE COME AFTER ME LIKE THIS, BEN. I MEAN, IT'S WONDERFUL TO SEE YOU AGAIN. YOU HAVE NO IDEA HOW MUCH I'VE MISSED YOU. BUT I TRIED TO END IT... BACK THEN BEFORE THE GAME. YOU SHOULD HAVE LEFT IT THERE.

YA COULDN'T END IT THEN, ALYNN. IT HADN'T EVEN STARTED.

LISSEN, I AIN'T GONNA MAKE NO BIG SPEECHES. THAT'S REED'S TRICK, NOT MINE. MAYBE I COULD'A HAD HIM WRITE ME UP SOMETHIN' FANCY TA SAY TA YOU, BUT IT WOULD PROB'LY HAVE ENDED UP BEIN' A CHEMICAL FORMULA, 'STEAD OF A LOVE POEM.

IT WOULDN'T HAVE WORKED ANYWAY, MY DARLING. HE'S NOT CYRANO, AND I'M NOT ROXANNE.

NO, BUT WE ARE TWO PEOPLE WHO MEAN A HECKUVA LOT TO EACH OTHER, ALYNN. LOOKIT THIS TREE. 'MEMBER WHEN WE CAME HERE... WHEN I CARVED OUR INITIALS? IT WAS JUST A GOOF, REALLY. WE DIDN'T HARDLY MEAN NOTHIN' TO EACH OTHER THEN. BUT SOMEHOW...

...SOMEHOW, I THOUGHT... I KIND'A PICTURED US COMING BACK TO OUR FIFTY-YEAR REUNION, AN' COMIN' HERE, AND RE-MEMBERIN'.

BEN G. LOVES ALYNN C.

REMEMBERIN' HOW IT ALL STARTED RIGHT HERE, WITH THESE INITIALS ON THIS TREE, WITH THIS RING. IT WUZ MY MA'S RING, ALYNN. I WANT YOU TA HAVE IT NOW.

BEN, I DON'T KNOW WHAT...

IT'S SIMPLE ENOUGH, ALYNN. I'M ASKIN' YA TA *MARRY ME.*

OH... BEN... I CAN'T... I WAN'T TO, BUT I CAN'T. I DON'T WANT TO HURT YOU.

THEN DON'T SAY "NO," ALYNN. THAT'S THE ONLY THING YOU CAN DO THAT'LL HURT ME NOW.

NO, BEN. NO, IT ISN'T. I HAVE MY CAREER, BEN. I WANT TO GO TO HOLLYWOOD. I WANT TO BE A STAR, AND IF I MARRY YOU I MIGHT NEGLECT YOU. YOU MIGHT GET LOST IN THE SHUFFLE, MY DARLING. AND I COULDN'T BEAR THAT.

GOOD-BYE, BEN. DON'T COME AFTER ME THIS TIME.

"PLEASE DON'T.

"PLEASE DON'T."

THE WORDS HAVE RUN OUT. THE SILENCE SETTLES ACROSS THE HOSPITAL ROOM LIKE A DARK EXTENSION OF THE BANDAGES THAT SWATH ALICIA MASTERS' BODY.

THEY HAVE LOVED, THESE TWO, AS FEW OTHERS IN ALL HISTORY HAVE LOVED. A PURE LOVE, A LOVE BORN OF MUTUAL NEEDS AND CARING.

AND IN THE SILENCE, THE MONSTER WHO WAS ONCE BEN GRIMM WONDERS IF THE WORDS UNSPOKEN ALL THESE YEARS SHOULD HAVE BEEN LEFT SO.

HE IS A MAN WHO HAS MARCHED UNCARING INTO THE HUNGRY JAWS OF DEATH, WHO HAS SEEN WONDERS AND TERRORS BEYOND THE HUMAN MIND'S ABILITY TO FULLY COMPREHEND.

BUT IN THIS SILENCE, HE IS AFRAID.

A-ALICIA...

DON'T SAY ANYTHING ELSE, BEN. NOT JUST NOW. ALYNN CAMBERS. SHE GOT HER WISH, DIDN'T SHE? THEY SAY SHE'S ONE OF THE MOST BEAUTIFUL WOMEN IN MOVIES, PERHAPS IN THE WORLD.

ARE YOU... ASKING ME TO LET YOU GO, BEN? YOU DON'T HAVE TO. WE HAVE MADE NO PROMISES, EXCHANGED NO VOWS. I UNDERSTAND HOW AN OLD LOVE, A FIRST LOVE...

BABY, NO! IT AIN'T THAT! IT AIN'T THAT AT ALL! I LOVE YOU, ALICIA! I LOVE YOU WITH ALL MY HEART. THERE AIN'T NO LOVE LEFT FER ALYNN. NOT AFTER ALL THESE YEARS. BUT... BUT...

SHE'S COMING BACK, ALICIA. AN' SHE WANTS TA SEE ME. ONLY THE LAST TIME SHE SAW ME I WUZ BEN GRIMM. I WUZ A *MAN*.

AN' NOW... NOW I'M A *MONSTER*. AN' I GUESS... I'M *SCARED*.

I... I BETTER GO NOW, BABY. THANKS FER BEIN' HERE, TA LISTEN WHEN I NEEDED YA. THAT'S WHY I LOVE YA. THAT'S WHY I'LL ALWAYS LOVE YA.

CAUSE YER ALWAYS THERE WHEN I NEED YA. CAUSE YA ALWAYS LOVE ME.

BUT THIS TIME... THIS TIME I GUESS I GOTTA WORK IT OUT FOR MYSELF.

I'LL BE BACK, BABE.

BE CAREFUL, BELOVED. BE CAREFUL.

...

SEVEN HOURS LATER...

WHERE IS SHE?

THE LETTER SAID SHE'D BE HERE AT FIVE. IT'S ALMOST TEN AFTER. DID SHE GET CAUGHT IN TRAFFIC? OR...

MEBBE SHE AIN'T COMIN'. MEBBE...

BONG!

THE BELL!

ADMIT VISITORS

AWRIGHT, PAL. GET IT TAGETHER. DEEP BREATH.

WAIT FOR IT!

HELLO, BEN. IT'S BEEN A LONG TIME.

A-ALYNN...?

NOT EXACTLY WHAT YOU EXPECTED, EH, BEN? MAY I COME IN?

HUH? OH,.. SURE... SURE...

ALYNN WHAT... WHAT HAPPENED?

A STROKE, BEN. EIGHTEEN MONTHS AGO. MY PRESS AGENT MANAGED TO KEEP IT OUT OF THE PAPERS, SO I'M NOT SURPRISED YOU HADN'T HEARD.

IT CRIPPLED ME, BEN. IT TOOK AWAY MY RIGHT SIDE ALMOST ENTIRELY, LEFT ME A HOPELESS CRIPPLE. I'VE FOUGHT MY WAY OUT OF THAT, BACK TO BEING ABLE TO DRESS AND FEED MYSELF, EVEN TO WALK AGAIN-- WITH DIFFICULTY.

BUT THE DOCTORS SAY I'LL NEVER BE A HUNDRED PER-CENT AGAIN. I'LL NEVER LOSE THE SLUR IN MY VOICE, THE DROOP IN MY FACE.

I'D HOPED... IF YOU COULD JUST TALK TO ME... TELL ME HOW YOU DEAL WITH IT...

OH, BEN, HELP ME! HELP ME TO BE WHOLE AGAIN!

SADNESS AND MEMORIES BEGIN THE NIGHT. BUT WITH THE THING'S SUPPORT, ALYNN CAMBERS REALIZES THAT EVEN THOUGH HER BEAUTY HAS PASSED AWAY, SHE WILL GO ON.

A DAY LATER.

YOU CAN BREATHE EASY, MY FRIENDS. FRANKLIN IS GOING TO BE ALL RIGHT. THE DANGER IS PASSED.

NO, DOCTOR GRIMM.

THE DANGER IS NOT OVER. IT IS FAR FROM OVER.

FRANKLIN IS A *MUTANT* -- POSSESSED OF GREAT POWERS. BUT FOR THE PAST SEVERAL WEEKS THOSE POWERS HAVE BEEN STIFLED...

...CLOSED DOWN.

AND WITHOUT THEM HE IS A NORMAL CHILD, WITH NORMAL VULNERABILITIES. AS THIS RECENT BATTLE WITH *ANNIHILUS* HAS MORE THAN ADEQUATELY DEMONSTRATED.

THE BAXTER BUILDING IS NO LONGER A SAFE PLACE FOR HIM.

THEREFORE, I HAVE DECIDED ON A COURSE OF ACTION. SUE AND I WILL TAKE OUR SON AND LEAVE THE BAXTER BUILDING, LEAVE NEW YORK.

WE WILL FIND A SMALL TOWN WHERE WE WILL HOPEFULLY NOT BE RECOGNIZED. WE WILL ADOPT FALSE IDENTITIES, DO EVERYTHING POSSIBLE TO CREATE AN ATMOSPHERE OF NORMALCY FOR FRANKLIN.

YA DON'T HAFTA FINISH, STRETCHO. I'VE HEARD THIS SONG BEFORE. THIS MEANS...

IN SHORT...

# THE END OF THE FANTASTIC FOUR!

...TO BE CONTINUED IN *FANTASTIC FOUR* #257!

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THE WORLD'S GREATEST COMIC MAGAZINE!

# Fantastic Four®

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STAN LEE PRESENTS:

# FRAGMENTS

I... AM DYING...

STAN LEE / PRESENTS | JOHN BYRNE / WRITING, DRAWING, INKING | GLYNIS WEIN / COLORING | JIM NOVAK / LETTERING | AL MILGROM / EDITING | JIM SHOOTER / EARTHLING

SUCH A THING IS NEARLY INCOMPREHENSIBLE. MANY TIMES HAVE I COME UNDER THE SHADOW OF ***DEATH'S*** DARK WING...

BUT NEVER HAVE MY VITAL ENERGY SUPPLIES SLIPPED SO LOW. TOO MANY TIMES IN RECENT MONTHS HAVE I STAYED MY HAND, AND SPARED A WORLD WHOSE ***LIFE ENERGIES*** MIGHT HAVE REPLENISHED ME.

"LOOK, YOU UNCARING COSMOS. SEE HOW THIS MADNESS HAS DRIVEN ME--DRIVEN ME TO SEEK NEW SOURCES OF NOURISHMENT.

"THE LONG ARMS OF MY SHIP DRAW IN COUNTLESS THOUSANDS OF CUBIC MILES OF THE ATMOSPHERE OF YONDER GAS GIANT. MY MECHANISMS STRIVE TO CONVERT THE MATERIAL TO SUBSTANCES THAT WILL SUSTAIN ME.



FEELINGS I HAD THOUGHT LONG DEAD WITHIN ME HAVE STIRRED AGAIN, AND THE PRICE THEY NOW EXACT IS TERRIBLE INDEED.

AM I NOT ***GALACTUS***? AM I NOT HE WHOSE VERY NAME IS SPOKEN ONLY IN DREAD WHISPERS THROUGHOUT THE FARTHEST REACHES OF THE UNENDING UNIVERSE? AM I NOT THE RAVAGER, THE DEVOURER OF WORLDS?

YET ONCE, TWENTY BILLION YEARS AGO, WAS I NOT ALSO A ***MAN***, AS MORTAL AS ANY CREATURE THAT CRAWLS UPON A PLANET'S CRAGGY FACE? I HAD THOUGHT THAT THAT MAN WAS AS DEAD AS THE UNIVERSE WHICH BIRTHED HIM. I HAD ***PRAYED*** IT MIGHT BE SO.

BUT NOW HIS ***GHOST*** RETURNS, AND WITH IT COMES THAT SPECTER THAT ONE SUCH AS ***GALACTUS*** CANNOT DARE FACE--***COMPASSION.***

"MY TINY, ROBOT PROBES SKIM THE SURFACES OF BLASTED, CRATERED MOONS, SEEKING IN ABSOLUTE LIFELESSNESS THE SINGLE SPARK OF LIFE-ENERGY WHICH MIGHT GRANT ME ANOTHER DAY, ANOTHER HOUR OF LIFE."

HOW MUCH EASIER IT WOULD BE TO SEEK OUT A WORLD BURSTING WITH LIFE, RIPE FOR MY PLUCKING, AND DRAIN FROM IT IN ONE FELL SWOOP ALL THE ENERGY MY BODY CRAVES.

BUT, I HAVE TURNED MYSELF AWAY FROM THAT PATH. THE UNIVERSE HAS PROVED A PLACE MORE COMPLEX THAN EVEN ***GALACTUS*** DARED SUSPECT.

I AM OLDER THAN THE OLDEST STAR THAT ***BURNS***, OLDER THAN THE UNIVERSE ITSELF, YET I AM A CHILD ABORNING, AND IN THIS BIRTH MAY COME ALSO DEATH.

PERHAPS THE TIME IS COME. PERHAPS THE PLACE OF ***GALACTUS*** IS NO MORE IN THE SCHEME OF THINGS.

PERHAPS AN END IS AT LAST IN SIGHT TO THE ONCE UNENDING QUEST TO SATISFY MY COSMIC HUNGER.

YET--IF MY END IS TRULY NEAR, WHY DO I ACHE SO? WHY DOES MY VERY BE-ING CRY OUT FOR SUSTINANCE?

SO MANY QUESTIONS, BROTHER?

YOU! THEN MY HOUR IS STRUCK. MY FINAL PAGE IS WRIT.

I WELCOME YOU, ONCE-FEARED SIBLING. LET THE END BE QUICK.

MY TOUCH IS ALWAYS QUICK, ***GALACTUS***. BUT TO GAIN MY TOUCH MAY SET YOU ON A HARD AND ROCKY ROAD.

YOUR TIME IS NOT YET, MY CHILD. THE UNIVERSE IS YOUNG, AND YOU HAVE MUCH TO DO...

MUCH TO DO? HAVE I NOT DONE ENOUGH IN TWENTY BILLION YEARS? HAVE I NOT SEEN THIS UNIVERSE BLOSSOM FORTH FROM NOTHINGNESS?

HAVE I NOT SEEN LIFE IN ALL ITS MYRIAD FORMS COME TO CARVE ITS FLEETING MARK UPON THE FACE OF COUNTLESS WORLDS, ONLY TO SLIP AGAIN INTO THE UNENDING DARKNESS OF YOUR DOMAIN?

AND HAS IT NOT BEEN ***GALACTUS*** WHO WAS THERE AT THE LAST TO HURRY SOME ALONG THAT PATH WHICH ALL FEAR TO TREAD? I HAVE BEEN YOUR SLAVE AND SERVANT FOR ALL THIS TIME. WHAT MORE IS THERE TO DO?

YOUR NEWFOUND CONSCIENCE CLOUDS YOUR REASON. YOU ARE NO SLAVE, ***GALACTUS,*** LEAST OF ALL TO ME. YOU ARE MY HUSBAND AND FATHER, MY BROTHER AND SON. WERE WE NOT BORN AT THE SAME MOMENT, ARE WE NOT TWO CORNERS OF THAT GREAT TRIANGLE WHICH IS THE UNIVERSE?

YOU AND I ARE AS OLD AS CREATION, SIBLING, YET WE ARE BUT CHILDREN, MERE BABES NOT YET TO KNOW MATURITY UNTIL THAT DISTANT TIME WHEN THE COSMOS SHALL ACHIEVE ITS FINAL END.

AND THE NATURE OF THAT END IS SET AND WRITTEN, ***GALACTUS.*** YOU AND I ARE BUT THE SHEPHERDS WHO GUIDE IT TO ITS PROPER PURPOSE. OR, MORE PRECISELY, IT IS A TANGLED GARDEN YOU AND I MUST EVER ***WEED.***

PERHAPS BECAUSE OF YOUR PAST MORTALITY, CERTAIN THINGS ARE NOT YOURS TO KNOW, AND MAYHAP NEVER WILL BE. BUT DO NOT DOUBT OR FAIL OUR PURPOSE, HUSBAND.

YOURS IS QUITE POSSIBLY THE MOST IMPORTANT ROLE. DO NOT SHIRK IT, LEST THE UNIVERSE FAIL AT THE LAST.

GONE! GONE AGAIN AS SO MANY TIMES BEFORE. AND ONCE MORE IS ***GALACTUS*** ALONE--ALONE AS IS NO OTHER CREATURE IN ALL THE COSMOS.

VERY WELL, ***DEATH,*** MY SISTER, DAUGHTER, MOTHER AND MY WIFE. THE STAIN OF DOUBT MUST BE WIPED AWAY. I MUST BEGIN AGAIN.

NO MORE TO DEBATE THE ***CORRECTNESS*** OF THAT WHICH I DO. SUCH TERMS HAVE LITTLE MEANING NOW.

THE DIE IS CAST. LET THE GREAT GAME COMMENCE AGAIN.

NOVA

THE SINGLE WORD IS NO MORE THAN A WHISPER AGAINST THE ETERNAL SONG OF THE COSMOS, BUT IT FLASHES ACROSS LIGHT-YEARS WITH THE SPEED OF THOUGHT, AND...

NOVA IS HERE, MASTER. HOW ARE YOU?

NEVER FEAR, MASTER. I HAVE FOUND A WORLD WELL SUITED TO YOUR NEEDS-- ***THE SKRULL THRONE-WORLD.***

FAILING, FAILING FAST, MOST FAITHFUL OF MY ***HERALDS.*** WE MUST ACT QUICKLY.

ANOTHER INHABITED PLANET? IS IT ALL TO BEGIN AGAIN SO SUDDENLY? THE DECISION IS MADE, AND NOT A SECOND LAPSES ERE I MUST ACT UPON IT.

SOMETHING'S HAPPENED. HE'S BEEN...VISITED AGAIN. I CAN SENSE A DEPARTED PRESENCE, LIKE THE COLD BREATH OUT OF AN ANCIENT TOMB. WHO...? WHAT...?

I HAVE THE DISTINCT FEELING I'M JUST ON THE EDGE OF SOMETHING, SOMETHING PERHAPS NO OTHER ***HUMAN*** MIND HAS EVER KNOWN...

VERY WELL, MY HERALD, LEAD ON.

SHE FLASHES FROM THE HEART OF THE GREAT STARSHIP, AND STRANGE THOUGHTS PERPLEX THE WOMAN-THING WHO ONCE CALLED HERSELF ***FRANKIE RAYE.***

SO MUCH HAS HAPPENED IN THE FEW MONTHS SINCE I LEFT EARTH TO BECOME THE HERALD OF ***GALACTUS.*** MY MORTAL SENSES HAVE BEEN EXPANDED BEYOND COMPREHENSION.

THAT'S HOW I KNOW THERE'S SOMETHING ***BIG*** GOING ON. ***GALACTUS*** HAS BEEN STRANGELY INDECISIVE OF LATE, AS IF HE'S LOST HIS SENSE OF PURPOSE.

IS THIS THE SAME BEING OF WHOM SO MANY WORLDS LIVE IN CONSTANT FEAR? AND WHAT OF MY FEELINGS?

IT'S SHEER INSANITY TO EVEN CONSIDER FEELING THE WAY I DO. BUT I CAN'T HELP IT. *GALACTUS* IS LIKE NO MAN I'VE EVER KNOWN...

NOW, THERE'S A BRILLIANT OBSERVATION. *GALACTUS* IS LIKE NO MAN, *PERIOD*. I KNOW MY LIBERATED SISTERS BACK ON EARTH WOULD HAVE KITTENS, BUT I FIND HIM ABSOLUTELY IRRESISTABLE. HIS POWER. HIS ALMOST OMNISCIENT ALOOFNESS.

DO I DARE PUT THE WORD TO IT? AM I IN *LOVE* WITH *GALACTUS*?

A STRANGE THOUGHT TO BE SURE, AND PASSING QUICKLY FOR NOW AS THE BAREST CONCENTRATION WARPS TIME AND SPACE...

AND *NOVA* BLINKS THROUGH HYPER-SPACE TO EMERGE...

...IN THE MIDDLE OF A SKRULL ARMADA!

THAT OTHER SKRULL SHIP I ENCOUNTERED* MUST HAVE SIGNALLED THE THRONE-WORLD.

*LAST ISSUE--EDITORI-AL.

ABOARD THE SHIPS OF THE FLEET THE USUALLY LIMBER SKRULLS MOVE AWKWARDLY IN THEIR CUMBERSOME SPACE ARMOR.

AND *FEAR* SITS HEAVILY ON EVERY SHOULDER.

READY, WEAPONS OFFICER. STAND BY TO FIRE.

AT YOUR ORDER, COMMANDER...

THE WORD IS NEVER SPOKEN.

NOVA'S FLAME INTENSIFIES TO THE POWER OF HER NAMESAKE...

AND THE FIRST SKRULL SHIP PERISHES WITHOUT EVER KNOWING BATTLE.

THE FOOLS! DO THEY REALLY THINK THEY STAND A CHANCE AGAINST THE HERALD OF *GALACTUS*?

INDEED, WHAT FOLLOWS CAN SCARCE BE CALLED A BATTLE.

RESIST THOUGH THEY MAY, THE MIGHTY SKRULL FLEET IS HOPELESSLY OUTMATCHED BY THE SINGLE FLAMING FEMALE.

SO THAT NOTHING BUT A DRIFTING FIELD OF TANGLED DEBRIS AND VACUUM-BLOATED CORPSES GREETS THE ARRIVAL OF THE STAR-SPANNING SPHERE...

AND, A SCANT MILLION MILES AWAY...

IDIOTS! DOLTS! WHY DID YOU NOT ACTIVATE THE CLOAKING EFFECT?

WE DID, MAJESTY. IT SERVED NO END. IT WAS AS IF THE HERALD KNEW WHERE WE WERE!

MORON! OUR GALAXY HAS SUCCESSFULLY HIDDEN ITS ENERGIES FROM GALACTUS FOR UNCOUNTED MILLENIA. YOU SAY WE FAIL NOW?

HE SPEAKS TRUE, O MY EMPRESS. WE CLOAKED THE ENTIRE GALAXY IN AN ENERGY DAMPING FIELD, BUT THE HERALD FLEW ON AS IF SHE HAD STAR-CHARTS MARKING OUR POSITION!

MOTHER! THE WHOLE PALACE IS IN AN UPROAR! WHAT IS HAPPENING?

***ANELLE!*** DAUGHTER, I HAD HOPED YOU WERE YET IN BED. BETTER THAT YOU SHOULD SLEEP PEACEFULLY THROUGH THE ***END OF THE WORLD!***

WHAT? WHAT DO YOU MEAN? HAVE THE ACCURSED ***KREE*** LAUNCHED AN ATTACK? IS OUR DEFENSE SCREEN BREECHED?

FAR WORSE THAN THAT, DAUGHTER. THE KREE WE WOULD SWEEP FROM OUR ***SKIES*** LIKE THE GNATS THEY ARE. BUT THERE IS ONE MENACE EVEN THE MIGHT OF THE SKRULL EMPIRE MUST FEAR.

N-NO... YOU CANNOT MEAN...

"I DO. LOOK TO THE STREET BELOW. SEE HOW EVEN THE CARRIER NIMBUS BILLOWS...

"WE CAN HIDE FROM HIM NO MORE. ***GALACTUS*** HAS COME!

"OUR FATE IS SEALED."

YET EVEN IN THEIR DARKEST HOUR SOME SKRULLS DO NOT GIVE UP--NOT YET.

WITH A WHINE LIKE TEN BILLION ANGRY WASPS A SQUADRON OF FIGHTERS LEAPS INTO THE AIR, THEIR ARMAMENT BRISTLING...

ENOUGH DESTRUCTIVE FORCE TO LAY WASTE THE ENTIRE CITY BLASTS AGAINST **GALACTUS**, WAVE AFTER THUNDERING WAVE.

BUT IF HE IS EVEN AWARE OF THE ASSAULT THE DEMI-GOD GIVES NO SIGN, NO GESTURE.

IN FACT, IN THE MIDST OF CONFLAGRATION HE SEEMS ALMOST AT PEACE.

HE SEEMS TO **DO** NOTHING, YET THE WORKS OF THE SKRULLS PEEL BACK BENEATH HIS FEET LIKE THE SKIN OF SOME OVER-RIPE FRUIT.

ALMOST INSTANTLY THE GROUND BELOW BOILS INTO MOLTEN LAVA, AND **GALACTUS** SINKS UNCARING INTO THE SEARING CAULDRON.

ANY SKRULL CLOSE ENOUGH TO GLIMPSE HIS FACE BEFORE **GALACTUS** SINKS FROM SIGHT MIGHT WELL BE AT A LOSS TO COMPREHEND HIS BEATIFIC EXPRESSION.

THAT ENIGMATIC FACE WILL BE THE LAST ANY SKRULL OF THIS WORLD WILL SEE OF **GALACTUS**.

THE NEXT MOMENT THE SURFACE OF THE ENTIRE THRONE-WORLD TEARS ITSELF APART, AND THE FURIES OF THE INNER WORLD ARE SET FREE.

THE PALACE -- THE CITY -- THEY'RE *SHATTERING!* WE HAVE TO DO SOMETHING, MOTHER! WE HAVE TO GET TO THE SPACEPORT -- TO A SHIP...

EVERY USABLE SHIP IN THIS QUADRANT WAS IN THE ARMADA THE HERALD DESTROYED. THERE IS *NOTHING* WE CAN DO, ANELLE...

NOTHING... SAVE TO *DIE!*

WHEN THE END COMES, THERE IS LITTLE PAIN. IT HAPPENS TOO QUICKLY.

BUT FOR THE PLANET ITSELF DEATH IS A LONG AND ARDUOUS THING INDEED.

ITS DEATH-THROES LAST MANY HOURS, THE UNLEASHED ENERGIES MARCHING ACROSS ITS CRACKED AND RAVAGED FACE IN GREAT, SWIRLING WALLS OF POWER.

IGNORANT OF GRAVITY THE FRAGMENTS OF THE DYING WORLD ARC AND DANCE ACROSS THE BLOOD-RED SKY.

A GIANT, ALL-CONSUMING SPHERE OF PLASMA RIPPLES OUTWARDS FROM WHAT WAS ONCE THE PLANETARY CORE.

BY DAY'S END THERE IS LITTLE LEFT WHICH MIGHT TRULY BE CALLED A PLANET.

THE SKRULL THRONE-WORLD IS NO MORE, BUT THE PROCESS OF ITS DEATH IS NOT ENDED. NOT YET.

EVERY SCRAP OF MATTER FUNNELS THROUGH THE WHITE HOLE THAT YAWNS AT THE CENTER OF THE DESTRUCTION.

MOLECULES ARE CRACKED, SIFTED, AND DISCARDED--AS FROM THE FIBER OF THE PLANET IS EXTRACTED THAT WHICH IS THE **LIFE-FORCE.**

***LIFE*** ITSELF IS NOT CONSUMED, THOUGH IT IS MOST UNDENIABLY DESTROYED. ONLY THE NIGH MYSTIC ENERGY IS TAKEN, DRAINED AWAY.

THE WHOLE PROCESS TAKES SOME TWENTY-EIGHT HOURS, AS WE MEASURE TIME.

ONLY WHEN THE AWESOME MAELSTROM HAS CALMED DOES THE HUGE STAR-SPHERE DRAW NEAR THE DEAD REMNANTS OF THE PLANET.

AND GENTLY AS A MOTHER TENDS HER BABE-IN-ARMS, MECHANICAL LIMBS EXTRUDE AND DRAW IN THE FLOATING FIGURE THAT IS **GALACTUS.**

AIAIA

SLEEP NOW, MASTER. LET THE ENERGIES FLOW THROUGH YOU, AND MAKE YOU STRONG AGAIN.

SLEEP YOUR EVER DREAMLESS SLEEP, AND NOVA SHALL WATCH OVER YOU.

SHE HAS WITNESSED THIS DAY THE ANNIHILATION OF A PLANETARY CIVILIZATION OLDER THAN HUMAN HISTORY, YET SHE FEELS NOTHING BUT HER GROWING LOVE FOR THE DEMI-GOD.

HER LIFE ON EARTH, IT SEEMS, IS FINALLY FORGOTTEN.

BUT THOSE WHO BRIEFLY SHARED THAT LIFE HAVE NOT ENTIRELY FORGOTTEN HER...

CASE IN POINT: **JONATHAN SPENCER STORM**, AKA **THE HUMAN TORCH**, YOUNGEST MEMBER OF THE **FANTASTIC FOUR.**

TWO MILLION LIGHT YEARS FROM THE SHATTERED SKRULL THRONE-WORLD HE BLAZES ACROSS THE MID-MORNING SKY ABOVE **MANHATTAN.**

THOUGH, HIS THOUGHTS ARE NOT SOLELY ON THE FORMER FRANKIE RAYE THIS FINE SPRING DAY.

RATHER THEY CONCERN HER ERSTWHILE ROOMMATE...

THERE'S **JULIE**, RIGHT WHERE I ASKED HER TO MEET ME. HMM--DIDN'T EXPECT HER TO BRING HER NEW ROOMIE WITH HER.

YA GOTTA SAY ONE THING FOR THE BOY, JULES. HE KNOWS HOW TO MAKE AN ENTRANCE.

THAT HE DOES, S.S. THAT HE DOES.

HI, JOHNNY I HOPE YOU DON'T MIND **SHARON** TAGGING ALONG?

NOT AT ALL. HEY, SHARON. ER... NICE TO SEE YOU AGAIN.

HE SAYS THAT AS IF WE HAVEN'T SEEN EACH OTHER IN MONTHS. 'STEAD OF JUST SINCE LAST WEEK.

HEY YOURSELF, JOHNNY. WHAT'S WITH THE NEW THREADS?

WELL, THEY'RE NOT EXACTLY **NEW**. C'MON LADIES, I'VE GOT AN IMPORTANT APPOINTMENT, AND I COULD USE A COUPLA GORGEOUS GALS FOR COMPANY.

AND I'LL ALSO TELL YOU HOW MY COSTUME CHANGED ITS COLORS, A STORY GUARANTEED TO **CURL YOUR HAIR!**

TOO LATE IN **D'ANGELO'S** CASE...

A FEW MINUTES PLEASANT STROLL LATER...

...SO WHILE WE WERE SPENDING ALMOST FOUR MONTHS IN THE ***NEGATIVE ZONE*** ONLY ABOUT FOUR ***HOURS*** PASSED HERE IN OUR REALITY. LUCKILY THAT GAVE US THE ADVANTAGE WE NEEDED TO DEFEAT ***ANNIHILUS*** AND GET HOME.*

AND THE PROCESS WE USED TO GET BACK HAD A WEIRD, SUPPOSEDLY HARMLESS EFFECT ON THE ***UNSTABLE MOLECULES*** IN OUR COSTUMES, AND THE COLORS SORT OF... REVERSED.

FAR OUT! WELL I THINK YOU SHOULD KEEP THE "NEW" UNIFORMS. THEY LOOK REAL CLASSY.

BUT IF YOUR NEPHEW ***FRANKLIN*** WAS SO BADLY RATCHED AROUND... SHOULDN'T YOU BE AT THE HOSPITAL?

*SEE LAST ISSUE, AND ISSUE #233 OF ***THE AVENGERS*** -- EDITORI-AL.

I SPENT THE LAST TWO DAYS THERE, KEEPING WATCH WITH ***REED*** AND ***SUE.*** BUT THE DOCTORS SAY HIS CONDITION IS STABLE, AND I MADE THIS APPOINTMENT A MONTH AGO, EARTH-TIME.

HEY, JOHNNY! OVER HERE!

NORM! ***NORM TOBIN!*** WHAT ARE YOU DOING HERE? DON'T TELL ME YOU'VE GOT THOSE LI'L FINGERS OF YOURS IN ***REAL ESTATE*** TOO?

WHAT, YOU THINK I MAKE A LIVING AS A ***DRAMA STUDENT***? I DABBLE IN A LOT OF STUFF.

THE SERVICE ELEVATOR IS BACK THIS WAY...

THAT'S A RELIEF. THEM'S AN AWFUL LOTTA STAIRS!

YOU'RE REALLY THINKIN' ABOUT GETTIN' YOUR OWN BACHELOR PAD, J.S.?

SURE. I MAKE ENOUGH BUCKS AS ONE FOURTH OF ***FANTASTIC FOUR INC.*** THAT I DECIDED IT WAS TIME TO CUT THE OL' APRON STRINGS AND SEE HOW I CAN MAKE OUT ON MY OWN.

JOHNNY MENTIONED IT IN CLASS, SO...

SO CAPTAIN BUSINESSMAN JUMPED IN WITH BOTH FEET, HUH, NORM?

WELL, THIS IS IT...

WOW!

JOHNNY, THIS IS ABSOLUTELY FABULOUS! I LOVE IT!

WELL--IT LOOKS LIKE IT NEEDS AN AWFUL LOT OF WORK, JULIE...

BUT... HM. THIS SKY LIGHT HAS A DEFINITE ATTRACTION FOR SOMEONE IN MY LINE OF WORK.

THEN WE'VE GOT A DEAL? GREAT! THERE'S A DANDY FAT-FOOD PLACE DOWN THE BLOCK. WE CAN SIGN THE PAPERS THERE.

WELL, I GUESS CONGRATULATIONS ARE IN ORDER, HUH? THIS IS A BIG STEP FOR YOU, JOHNNY.

DON'T I KNOW IT. BUT HAVING MY APARTMENT IN THE *BAXTER BUILDING* DID TEND TO... WELL, CRIMP MY STYLE.

UH OH. I'D BETTER WARN THE OTHER TENANTS THERE'LL BE SOME WILD SUPER HERO PARTIES COMING UP!

HEY, SPORT, IF YER GONNA DRESS UP LIKE ONE OF THE *FANTASTIC FOUR* YOU SHOULD TRY HARDER TO GET THE COLORS RIGHT.

YOU FOLKS NEED MORE TIME, OR ARE YOU READY TO ORDER?

JUST A COKE FOR ME. I'M ALLERGIC TO DAIRY PRODUCTS.

WELL--I THINK THE REST OF US WILL HAVE THE... *SHA-NA-NANANAS...*

THREE BANANA SPLITS AN' A COKE. OKAY, GOT IT.

OH, AND MISS...?

JUST FOR FUTURE REFERENCE...

I *DID* GET THE COLORS RIGHT!

MEANWHILE, ACROSS TOWN AT MERCY GENERAL HOSPITAL...

YOUR SON IS GOING TO BE FINE, REED. THE DANGER IS PASSED.

NO, DOCTOR GRIMM.

THE DANGER IS NOT OVER. IT IS FAR FROM OVER. FRANKLIN IS A MUTANT, POSSESSED OF GREAT POWERS. BUT FOR THE PAST SEVERAL WEEKS THOSE POWERS HAVE BEEN DAMPED, CLOSED DOWN.

AND WITHOUT THEM HE IS A NORMAL CHILD, WITH NORMAL VULNERABILITIES. AS THIS RECENT BATTLE WITH ANNIHILUS HAS MORE THAN ADEQUATELY DEMONSTRATED, THE BAXTER BUILDING IS NO LONGER A SAFE PLACE FOR HIM.

THEREFORE I HAVE DECIDED ON A COURSE OF ACTION. SUE AND I WILL TAKE OUR SON AND LEAVE THE BAXTER BUILDING, LEAVE NEW YORK.

WE WILL FIND A SMALL TOWN, SOMEWHERE WE WILL HOPEFULLY NOT BE RECOGNIZED. WE WILL ADOPT FALSE IDENTITIES, DO EVERYTHING POSSIBLE TO CREATE AN ATMOSPHERE OF NORMALCY FOR FRANKLIN. IN SHORT...

YA DON'T HAFTA FINISH, STRETCHO. I'VE HEARD THIS SONG BEFORE. THIS MEANS...

THE END OF THE FANTASTIC FOUR!

NO, BEN. NO. I ALMOST WISH IT DID, BUT THAT ALTERNATIVE IS FOREVER DENIED TO US. WE HAVE TRIED BEFORE TO GO OUR SEPARATE WAYS, BUT CIRCUMSTANCES HAVE ALWAYS NECESSITATED OUR RE-JOINING. WE WILL NOT ACT OUT THAT POINTLESS CHARADE THIS TIME.

YA MEAN...?

BK

YES, OLD FRIEND. IT WILL NOT BE EASY, BUT SUE AND I WILL TRY BEING BOTH PARENTS TO OUR SON, AND CONTINUING AS THE INVISIBLE GIRL AND MISTER FANTASTIC.

THEN... WE DON'T HAFTA BREAK UP?

NOT THIS TIME, BEN. NOT THIS TIME.

BEN!

THING! BE CAREFUL! WE MAY BE IN A HOSPITAL, BUT WE DON'T WISH TO STAY HERE!

AW, DON'T BE SUCH A STICK IN TH' MUD, REED! IT'S TIME FER CELEBRATIN'!

LOOK OUT WORLD! THE FANTASTIC FOUR ARE STILL IN BUSINESS!

STILL, YOU MIGHT WISH TO CONTROL YOUR ENTHUSI-ASM, BEN. IT'S EARLY YET, BUT I STILL DON'T THINK SUSAN SHOULD BE SO ROUGHLY HANDLED...

...IN HER CONDITION.

HUH? UNCLE JAKE--ARE YOU SAYIN'...

YES, BEN. SUE ASKED JAKE TO GIVE HER AN EXAMINATION EARLIER, AND THE TESTS WERE POSITIVE.

THE... ER, "RABBIT DIED", BEN. LOOKS LIKE YOU'RE GOING TO BE AN UNCLE, AGAIN!

SO, YOU SEE, BEN, THIS AWFUL BUSINESS WITH FRANKLIN IS NOT OUR ONLY REASON FOR OUR DECISION TO MOVE. A NEW-BORN WOULD BE EVEN MORE VULNERABLE TO ANY OF OUR MANY ENEMIES.

YEAH. YEAH, YOU'RE RIGHT, PAL. WELL, YOU ***SCAMPS!*** LOOKS LIKE MORE'N JUST ***SCIENTIFIC EXPLORATION*** WUZ GOIN' ON WHILE WE WUZ IN THE NEGATIVE ZONE!

...BEN...

AND NOW, DOCTOR GRIMM, IF WE MIGHT SEE OUR SON?

OF COURSE, REED. FRANKLIN'S ASLEEP JUST NOW, BUT YOU CAN SIT WITH HIM UNTIL HE WAKES.

WHAT IS A CHILD?

TO EVEN THE MOST LOVING AND DEVOTED OF PARENTS A CHILD IS A NEVER-ENDING TASK, A CONSTANT STREAM OF NEEDS AND WANTS, AND PETTY ANNOYANCES.

HE IS THE SPILLED PAINT THAT FOREVER MARS THE RUG, THE SUDDEN FEVER THAT CANCELS A LONG-PLANNED HOLIDAY.

HE IS CUTS, AND SCRAPES, AND BROKEN TOYS. HE IS PAIN, AND ANGER, AND SOMETHING ELSE.

A CHILD IS THE BOND, THE STRENGTH THAT HOLDS A FAMILY FIRM AND FAST.

HE IS THE TEARS, AND THE JOYS OF LIFE AND GROWTH.

WHAT IS A CHILD?

FOR HIS PARENTS, HE IS **LOVE.**

TWO DAYS LATER...

WELL, I'M OFF HOUSE-HUNTING, REED. I'VE TURNED UP A PROSPECT IN CONNECTICUT.

BETTER GET USED TO IT, HUBBINS. IF WE'RE GOING TO HAVE *SECRET IDENTITIES* YOU'LL BE SEEING A LOT OF IT.

MY GOODNESS, *SUE!* I ALMOST DIDN'T RECOGNIZE YOU IN THAT WIG. IT'S QUITE A TRANSFORMATION.

INDEED, THIS COULD BE A MOST CURIOUS VENTURE.

I PUT LASAGNA IN FOR DINNER. JUST TURN ON THE OVEN AT ABOUT 3:00.

ALRIGHT. BE CARE-FUL, MY DARLING.

I'LL TRY TO BE BACK BY THEN. I PROMISED *WANDA* I'D STOP BY AVENGERS MANSION TO LOOK IN ON THE *VISION.*

DON'T WORRY, SWEETHEART. WHAT COULD HAPPEN THERE?

A CHILL TOUCHES SUSAN STORM RICHARDS AT HER HUSBAND'S PARTING WORDS.

BUT IT IS LARGELY FOR-GOTTEN, AS TWENTY MINUTES LATER, HER SECTION OF THE FABU-LOUS *FANTASTICAR* SKIMS OVER THE ATLANTIC COAST.

WHAT BEAUTIFUL COUNTRYSIDE. THIS LOOKS IDEAL ALREADY!

DISCRETELY HER COSMIC-RAY ALTERED CELLS WARP THE SURROUNDING LIGHT, AND CRAFT AND PILOT LAND UNSEEN.

MINUTES LATER...

THERE'S THE HOUSE. MMM, HOW HOMEY!

FOR SALE

LOOKS AS IF I'VE FOUND US THE PLACE WE'RE LOOKING FOR RIGHT OFF THE BAT. WHAT GOOD LUCK!

AS SHE ENTERS THE SPACIOUS FRONT PORCH, UNBIDDEN PHANTOMS DANCE THROUGH SUSAN'S MIND...

IT'S STRANGE TO THINK WE'RE REALLY GOING TO DO IT THIS TIME.

WE TRIED TO FIND A HOUSE ONCE BEFORE, JUST AFTER FRANKLIN WAS BORN. THAT SEARCH WAS A COMPLETE FAILURE.

BUT I HAVE A GOOD FEELING ABOUT THIS HOUSE. AS IF I'M TRULY COMING HOME AT LAST.

I HOPE IT WILL ALL WORK OUT, THIS TIME.

IT MUST!

THUS, WITH SO PROSAIC A SOUND AS THE RINGING OF A DOORBELL DOES A CHAPTER END FOR THE ***FANTASTIC FOUR.*** WHATEVER HAPPENS NOW, THINGS WILL NEVER BE THE SAME.

MEANWHILE...

IT'S TEN O'CLOCK, PROFESSOR RICHARDS. TIME TO LEAVE FOR AVENGERS MANSION.

HM? OH, YES, THANK YOU, H.U.B.E.R.T.

WITHIN MOMENTS A SECOND FANTASTICAR SEGMENT RISES FROM THE BAXTER BUILDING'S TOWER COMPLEX.

AND IN MANY WAYS, TODAY THE KEEN INTELLECT OF REED RICHARDS ECHOES THE THOUGHTS OF HIS WIFE...

IT'S ODD TO THINK WE'LL SOON LEAVE THE BAXTER BUILDING.

IT SEEMS ALMOST A LIFETIME SINCE WE MOVED IN, YET IT'S BEEN SUCH A SHORT SPAN OF TIME REALLY.

SO MANY ADVENTURES HAVE REVOLVED AROUND THAT BUILDING. OUR FIRST ENCOUNTER WITH ***DOCTOR DOOM***, WITH ***GALACTUS***, WITH SO MANY FOES AND FRIENDS.

IT WILL STILL BE OUR BASE OF OPERATIONS, OF COURSE. BUT NEVER AGAIN WILL WE CALL IT... ***HOME.***

WITH THAT MIXTURE OF NOSTALGIA AND ANTICIPATION THE MAN CALLED ***MISTER FANTASTIC*** BRINGS HIS UNIQUE VEHICLE DOWN TOWARDS...

***AVENGERS MANSION.*** MY INSTRUMENTS SHOW THEIR SECURITY SCANNERS HAVE ALREADY IDENTIFIED AND CLEARED ME FOR LANDING.

GOOD MORNING, REED. I'M SO GLAD YOU COULD MAKE IT TODAY.

ALWAYS HAPPY TO BE OF HELP, ***WANDA***. HOW IS YOUR HUSBAND FARING?

NO GOOD. THAT IS, THERE'S BEEN NO FURTHER DEGENERATION IN HIS CONDITION, BUT HE DOESN'T SEEM TO BE IMPROVING, EITHER.

CURIOUS. THE ***VISION'S*** BIO-SYNTHETIC SYSTEMS ARE OF COURSE UNLIKE ANY OTHER ON EARTH, BUT I WAS CERTAIN HE'D BE ON THE MEND BY NOW.*

*THE VISION WAS INEXPLICABLY FELLED BY A NULL-FIELD IN ***AVENGERS*** #233--EDITORI-AL.

SOME HOURS LATER IN THE BASEMENT MEDICAL SECTION...

IT LOOKS AS IF THIS IS GOING TO TAKE LONGER THAN WE THOUGHT, REED. WOULD YOU CARE FOR SOME TEA?

HM? OH, YES, THANK YOU WANDA. IT DOES SEEM THE VISION'S CONDITION IS MORE COMPLEX THAN I HAD ANTICIPATED.

THE ***SCARLET WITCH*** HOLDS BACK A TEAR AND LEAVES REED RICHARDS TO HIS WORK.

MOVING QUICKLY TO THE REST AND RECREATION CHAMBER ON THE SAME LEVEL, WANDA SETS HERSELF TO THE PLEASANTLY PEDESTRIAN TASK OF MAKING TEA.

BUT THE THOUGHTS WHICH FILL HER SOLITUDE ARE FAR FROM MUNDANE...

IT'S ALL SO MAD. IT'S AS IF THE FATES ARE COMBINING TO SHATTER MY HARD-WON SECURITY.

LOOK WHAT'S HAPPENED TO ME IN ONLY A FEW SHORT WEEKS! I'VE SEEN MY DEAR BROTHER GO WITH THE ***INHUMANS*** TO THEIR NEW HOME IN THE MOON'S ***BLUE AREA.***

I'VE LEARNED THAT ***MAGNETO*** IS MY TRUE FATHER--MAGNETO, ONCE THE GREATEST OF ALL EARTHLY VILLAINS.

HE CLAIMS TO HAVE REFORMED, BUT HOW CAN ONE WITH HIS PAST RECORD BE TRUSTED?

# ZZZZ

NOW MY BELOVED HUSBAND LIES AS NEAR TO DEATH AS ONE ***UNLIVING*** CAN...

OH!

THE INTRUDER ALERT! THE MANSION HAS BEEN BREECHED!

ALL OTHER THOUGHTS ARE BANISHED. THE ***SCARLET WITCH*** WHO RACES THROUGH THE CORRIDORS IS NOW A COMPETENT, BATTLE-PRIMED ***AVENGER!***

IT'S COMING FROM THE MEDICAL SECTION!

REED!

REED?

BUT MISTER FANTASTIC IS ***GONE.***

AND THE SMOULDERING BLAST-HOLE IN THE FAR WALL SEEMS TO LAUGH AT HER!

***NEXT ISSUE:*** ***NOTHING*** ON THE DISAPPEARANCE OF REED RICHARDS! ***NOT ONE THING*** ABOUT SUE'S HOUSE-HUNTING! ***NO FURTHER DEVELOPMENTS*** FOR THE THING! ***NOT SO MUCH AS A GLIMPSE*** OF THE HUMAN TORCH! DON'T MISS THE STRANGEST FF ISSUE ***EVER!***

# INTERLUDE

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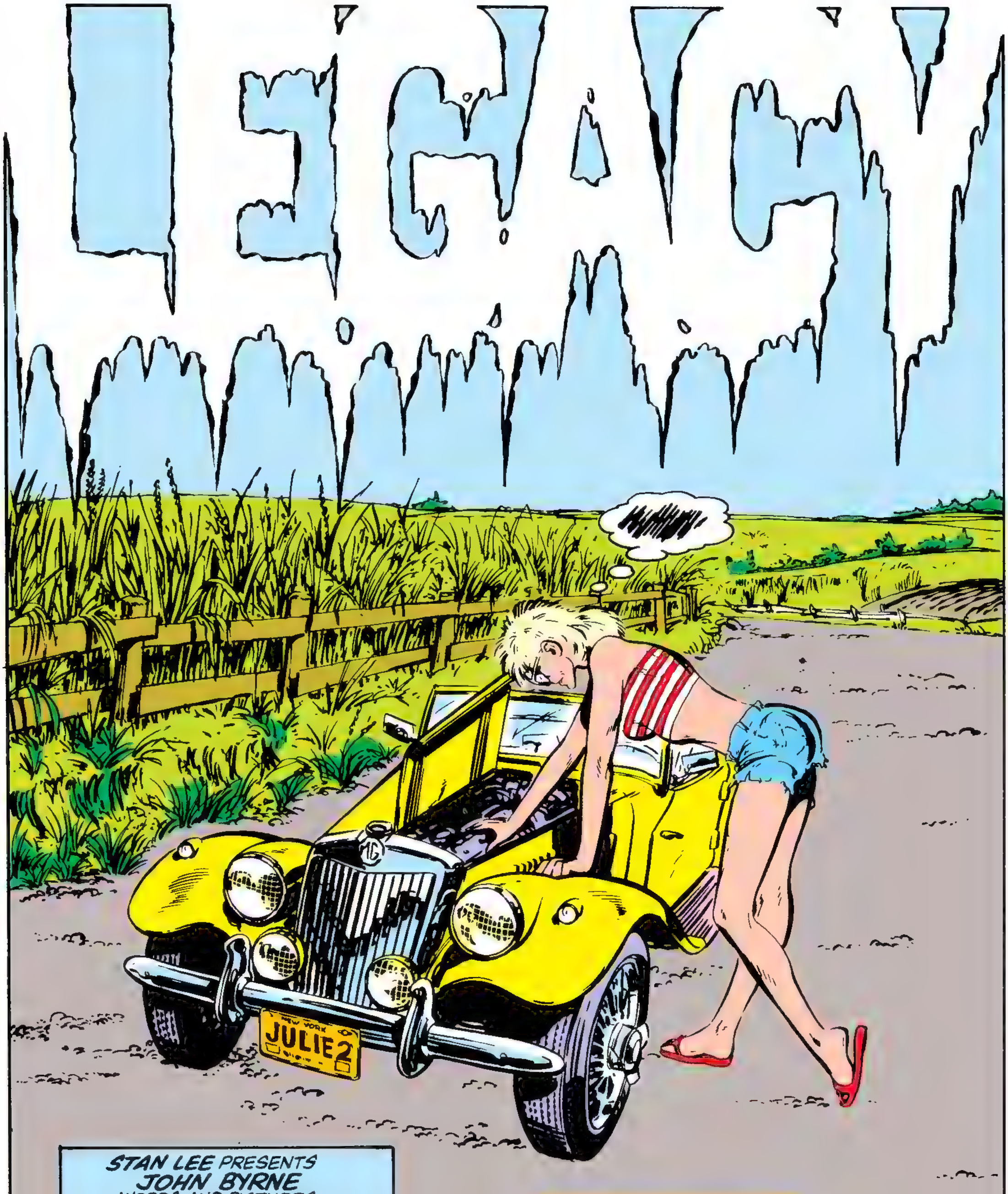



STAN LEE PRESENTS
JOHN BYRNE
WORDS AND PICTURES

JIM NOVAK / LETTERER
GLYNIS WEIN / COLORIST
CARL POTTS, EDITOR
JIM SHOOTER, EDITOR-IN-CHIEF

WITH THANKS TO JIM SALICRUP, TOM DEFALCO, AND AL MILGROM

UPSTATE NEW YORK, A LONELY SERVICE ROAD FOUR MILES OFF INTERSTATE 90.

ONE OF THE CRUELLEST WINTERS OF RECENT MEMORY HAS GIVEN WAY TO A MOST PLEASANT SPRING. THE COUNTRY-SIDE IS FULL OF THE SIGHTS, SOUNDS AND SCENTS OF LIFE REBORN.

**SHARON SELLECK** HAS NO TIME FOR SUCH BUCOLIC JOYS AT THE MOMENT, HOWEVER...

TAKE TH' **MIDGET**, SHE SAYS. I'VE JUST HAD IT GASSED UP, AND I'VE NEVER HAD A DAY'S TROUBLE FROM IT, SHE TELLS ME. HMPH!

I SHOULD KNOW BETTER THAN TO TRUST A GIRL WHO THINKS "AUTOMOTIVE" IS THE REASON SOMEONE MURDERS A CAR...

EVEN THESE LITTLE BRIT GIANTS NEED **OIL** PUT IN 'EM ONCE IN A WHILE, **JULES**...

OH, GROUSE, GROUSE, GROUSE! LET'S HAVE A LOOK AT THIS CRUMMY MAP AN' SEE HOW LOST I REALLY AM.

WHAT'S THAT?

A TRUCK! COMPLETE WITH YOUR BASIC FRIENDLY FARMER! JUST THE TICKET FOR A DAMSEL IN DISTRESS...

YO! HEY! HELLO!

HEY!

OF ALL THE... HE DROVE BY LIKE HE DIDN'T EVEN SEE ME! THAT DOES IT! I'LL NEVER BELIEVE ANOTHER COUNTRY AND WESTERN SONG AGAIN!

WAIT A MINUTE...

WASSAT LITTLE *SMUDGE* ON THE HORIZON? I CAN HARDLY EVEN SEE IT, BUT IT'S GOTTA BE A *TOWN.*

IT MUST BE TOO SMALL TO BE ON THE MAP.

BUT IN THE MIDDLE OF FARM LANDS LIKE THESE ANY TOWN HAS GOTTA HAVE SOMEBODY WHO CAN FIX TRUCKS AND TRACTORS.

...AN' HOPEFULLY LI'L FOREIGN CARS!

*THUS, MINUTES LATER...*

THE WAY THESE SIDE ROADS DUCK AN' WEAVE, IT'D TAKE FOREVER TO REACH THAT TOWN IF I STUCK TO THE ROAD.

I HOPE THE LOCAL YOKELS AREN'T TOO UPTIGHT ABOUT CITY FOLK HIKING THROUGH THEIR FIELDS.

*AN HOUR OR SO LATER...*

HELLO...?

WOW. THIS SURE DOESN'T LOOK LIKE YOUR STANDARD ISSUE FARM FENCE. WONDER WHAT'S IN THERE THAT THEY DON'T WANT ANYONE WALKIN' THROUGH SO BAD?

WELL, TOUGH TURNIPS ON YOU GUYS. THIS IS WAY TOO MUCH T' WALK AROUND...

SO, OVER WE GO!

HMM. NOTHING TOO SINISTER. LOOKS LIKE YOUR BASIC, BORING FARM. ACRES AND ACRES OF NOTHING BUT ACRES AND ACRES OF NOTHING.

WHOOPS! HOLD TH' PHONE! CLOSEST I EVER GOT TO A FOR-REAL FARM IS THE ILLUSTRATIONS IN MY GRADE TWO PRIMER...

BUT THESE DON'T LOOK LIKE ANY OF THE USUAL VARIETY OF VEGGIES.

AND LOOK AT THESE FIELDS. IT'S SO NEAT, SO TIDY. NO STRAY GRASS, OR DRY LEAVES OR ANYTHING. IT'S JUST SO TOTALLY... WHAT? WHAT'S THE WORD I'M LOOKING FOR?

*REGIMENTED!* THAT'S IT! IT LOOKS LIKE SOME KIND OF VEGETABLE ARMY.

WAIT UP, WHAT'S GOIN' ON *HERE?*

LOOKS LIKE A FANCY IRRIGA-TION SYSTEM...

BUT THIS ISN'T WATER. IT'S...

OH, *ICK!*

IT'S *MILK!*

I *DON'T* BELIEVE IT! ME WITH A MAJOR LEAGUE ALLERGY TO DAIRY PRODUCTS...

AND I END UP ON WHAT'S GOTTA BE THE ONLY FARM IN THE WORLD WHERE THEY IRRIGATE WITH MILK!

I GOTTA GET OUTTA THIS NUT-HATCH AN' BACK TO CIVILIZATION BEFORE I TURN INTO ONE GIANT *RASH!*

AND AS SHE RUNS, BEHIND HER...

...SOME-THING STIRS...

THIS PLACE IS ALTOGETHER TOO CREEPY FOR WORDS. IT'S NOT JUST TH' PLANTS--I JUST REALIZED I HAVEN'T SEEN ANYTHING BUT CROPS. NO BIRDS. NO PEOPLE.

HEY!

WHAT ARE YOU DOING HERE? HOW DID YOU GET PAST THE FENCE?

HOLY COW! I DIDN'T EVEN KNOW THE *HULK HAD* A BROTHER!

ER... HIYA!

UH... MY NAME'S SHARON? SHARON SELLECK? I GOT LOST LOOKIN' FOR THE TOWN MY BAND IS PLAYING IN... ER, I'M LEAD SINGER WITH THE *ROLLING DEAD*. YOU KNOW? THE NEW *SHATTEROCK* GROUP? YOU KNOW...?

ER, LISSEN, D'YOU THINK I COULD HAVE THAT ARM BACK WHEN YOU'RE FINISHED WITH IT?

***EMMETT,*** THIS HERE'S A STRANGER. SHE GOT PAST THE FENCE!

A... STRANGER? BUT WE HAVEN'T SEEN A STRANGER AROUND THESE PARTS SINCE...

LET'S HAVE A GOOD LOOK AT HER, *TINY!*

HI THERE! ER, LOOK, AS I WAS JUST TRYIN' TO TELL THE JOLLY MEAN GIANT HERE, MY CAR BROKE DOWN ON A SERVICE ROAD ABOUT TWO MILES FROM HERE AND...

YEP, SHE'S NOT ONE OF US, FOR FACT. YOU'D BETTER GO CHECK THE FENCE, TINY.

WOW. YOU GROW ALL YOUR BOYS SO BIG AROUND HERE?

NOW, AS I WAS SAYIN', IF I COULD JUST GET SOME HELP WITH MY CAR I'LL BE HAPPY TO...

DON'T LOOK LIKE A SPY, BUT WE CAN'T BE TOO CAREFUL.

SPY? WHAT? I...

BEST TAKE HER UP AND SEE CHIEF OF POLICE *ROLLINS*. HE'LL KNOW WHAT TO DO WITH HER.

DO WITH ME? I... HEY, MY BAG!

WAITA-MINUTE!

BUT PROTESTS FALL ON DEAF EARS, AND, A BOUNCY TEN MINUTES BY TRUCK LATER...

THE ROLLING DEAD???

LOOK, IT'S REALLY NOT ALL THAT HARD TO UNDERSTAND, IS IT?

I'M LEAD SINGER WITH A ROCK BAND. I GOT LOST LOOKING FOR OUR LATEST GIG. THEN THE CAR BROKE. IS THAT ANY REASON FOR EVERYONE TO TREAT ME LIKE I WAS A *MARTIAN*?

COUNTY CLERK

WE DON'T THINK YOU'RE A MARTIAN, MISS. MARS IS UNSUITED FOR HUMANOID LIFE. WE JUST WANT TO BE SURE YOU'RE HERE ACCIDENTALLY.

HEY, CHIEF, NO OFFENSE--I MEAN, I'M SURE THIS BURG REALLY *JUMPS* WHEN THE MOOD HITS IT--BUT COME ON...

D'YOU REALLY THINK A BIG CITY GIRL LIKE ME WOULD SPEND TEN MORE MINUTES HERE THAN SHE HAS TO?

VERY WELL, MISS SELLECK, I'LL ARRANGE FOR YOUR AUTO TO BE BROUGHT INTO TOWN. IN THE MEANTIME I SUGGEST YOU TAKE A ROOM IN THE HOTEL ACROSS THE STREET.

WE'LL TAKE CARE OF IT.

HEY, BEAUTIFUL! THAT'S ALL I WAS EVER AFTER IN THE FIRST PLACE. AND IF ONE OF YOUR PEOPLE COULD GET MY BAG...?

*A MINUTE OR SO LATER...*

IS THIS WISE, *CHET*? IF SHE GETS BACK TO THE BIG CITY AND TELLS WHAT SHE'S SEEN...

GIVE ME CREDIT FOR SOME SENSE, EMMETT. SHE ISN'T GOING TO TELL ANYONE.

LORD'S HOTEL

SHE ISN'T GOING ANYWHERE.

SARAH, GET ME *BARNEY WHITE* OVER AT LORD'S HOTEL...

BARNEY? CHIEF ROLLINS...

WHEW! WHAT A PAIR OF SPOOKS! I WONDER IF THEY'RE TYPICAL OF THE WHOLE TOWN?

UH HUH. UH HUH. DON'T WORRY CHET. I'LL TAKE CARE OF HER.

HIYA. CHIEF ROLLINS SAID I COULD GET A ROOM HERE WHILE MY CAR IS BEING FIXED. BUT MOST OF MY CASH IS IN MY BAG, AND...

JUST SIGN THE REGISTER. PAY WHEN YOU LEAVE.

BOY, NO WONDER THEY'RE SO SPOOKED BY STRANGERS. THE LAST GUEST CHECKED IN OVER FIVE YEARS AGO!

NOT HERE. KITCHEN'S CLOSED. YOU MIGHT TRY THE CAFE UP THE STREET A WAYS.

UMM...LISSEN, I'D SURE LIKE TO GET SOMETHING TO EAT BEFORE I GO UP TO MY ROOM. IS THERE A DINING ROOM, OR...

AND SO... WELL, THAT'S ONE QUESTION ANSWERED. THE WHOLE TOWN *IS* AS STIFF AS THE CHIEF AN' FARMER JONES.

WHAT A BUNCH OF ZOMBIES! I MEAN, I'M NO RAQUEL WELCH, BUT YOU'D THINK IN A FLY-SPEC TOWN LIKE THIS MY OUTFIT ALONE WOULD TURN A FEW HEADS.

PUSH

UNNOTICED BY SHARON AT LEAST ONE HEAD **DOES** TURN...

AND EYES WISER THAN THEIR YEARS MARK HER PASSAGE WITH KEEN INTEREST...

INTEREST TURNING SWIFTLY TO ACTION...

ACTION OF A MOST UNEXPECTED KIND.

TRANSFORMATION COMPLETED, THE INCONSPICUOUS MUTT FALLS IN STEP BEHIND SHARON.

CANINE SENSES, SHARPER BY FAR THAN HUMAN, FOCUS AND LOCK ON THE OUTSIDER, WAITING.

WELL, LIKE THE MAN SAYS, DIS MUS' BE DE PLAICE...

AT LEAST FOLKS ARE LIKELY TO BE FRIENDLIER AT THE LOCAL WATERING HOLE...

MAYBE NOT...

MATCHES

A MOMENT LATER...

I'D LIKE A HAMBURGER --VERY WELL DONE--AN' AN ICED TEA, OKAY?

NO HAMBURGER. NO TEA.

THEY'RE ON TH' MENU...

MENU'S OUT OF DATE. DON'T USE IT MUCH. NO HAMBURGER. NO MEAT. GOT HOTCAKES, CORN...

HOW ABOUT EGGS? D'YOU THINK YOU COULD FIND ME A COUPLE OF POACHED EGGS --AND SOME DRY TOAST?

GOT EGGS. GOT TOAST. YOU WANT SOMETHING TO DRINK? MILK? WE GOT MILK...

NO MILK. JUST A GLASS OF WATER.

ONE LESS-THAN-SATISFYING MEAL, AND A VISIT TO THE CHIEF OF POLICE LATER...

ROXON

THE CHIEF SAID MY CAR WAS BROUGHT HERE...

STRZLTSKI'S GARAGE

BOY, LOOKS LIKE THEY DO A *LOT* OF BUSINESS...

AND... WHADDAYA MEAN, THE FUEL PUMP? ALL IT NEEDED WAS OIL!

NO. FUEL PUMP, SHOT. DON'T HAVE ONE LIKE IT IN STOCK. CAN RIG ONE. MAYBE. COME BACK LATER. TOMORROW. COME BACK TOMORROW.

Jack

JULIE 2

I DO *NOT* BELIEVE THIS! IT'S NOT AS IF I'M IN ANY *GREAT* HURRY TO GET ANYWHERE--EXCEPT OUT OF THIS BURG...

BUT IF MY *PARA-NOIA* WAS ANY MORE FINELY TUNED, I MIGHT GET THE FEELIN' I WAS BEIN' *KEPT* HERE...

THAT NIGHT...

THE NIGHTMARES STALK ACROSS HER BRAIN ON SPIDER'S LEGS OF FIRE AND ICE.

UNGUESSABLE TERRORS WRENCH AND CLUTCH HER GUT WITH STEEL SPIKE GAUNTLETS.

UUHH... PLEASE GOD, DON'T LET ME DIE... DON'T LET ME DIE IN THIS AWFUL PLACE...

HER VOICE IS SCARCELY HERS TO COMMAND.

EVERY SYLLABLE RAISES HER GORGE, POUNDING AGAINST HER THROAT.

IN THE END SHE BARELY MAKES IT TO THE TINY CRAMPED BATHROOM, HOT AND CLAUSTROPHOBIC IN HER NAUSEA.

INCONGRUOUSLY, THE THOUGHT FLASHES BRIEFLY THAT AT LEAST SHE DOES NOT HAVE TO WORRY ABOUT WAKING THE OTHER GUESTS. THERE ARE NO OTHER GUESTS.

AND, THE NEXT MORNING...

OH FINE! THIS I REALLY NEED!

STRZLTSK

CLOSED GONE FISHING

PULL CRUSH

THE SPRING AIR SEEMS TO SMOULDER AS SHE STORMS BACK INTO TOWN...

AND...

LOOK, I DON'T KNOW HOW YOU DO THINGS OUT HERE IN HICKS-VILLE, CHIEF, BUT BACK WHERE I COME FROM, A GUY WON'T STAY IN BUSINESS LONG IF HE PULLS THAT KIND OF

MISS SELLECK!

I REMIND YOU THAT YOU ARE A VISITOR HERE. KEEP A CIVIL TONGUE IN YOUR HEAD, IF YOU PLEASE.

OKAY! OKAY, I'M SORRY! SOMETIMES MY TEMPER GETS TH' BETTER OF ME. BUT I HAVE *GOT* TO GET OUT OF HERE!

I DON'T EVEN CARE IF I HAVE TO HAVE THE CAR SENT FOR. JUST SO LONG AS I'M ON MY WAY.

HOW ABOUT YOU, CHIEF? CAN YOU GIVE ME A LIFT TO THE NEXT TOWN, OR A BUS STOP, OR...

SORRY, BUT MY JEEP IS IN FOR MAINTENANCE. I SUGGEST YOU JUST BE PATIENT, MISS.

SO...

PATIENT. BE PATIENT, HE SAYS. BY NOW, THE OTHER *DEAD* MUST BE WONDERIN' WHERE THE HECK I...

WAIT A MINUTE! THAT'S TH' CHIEF'S JEEP! IT'S GOTTA BE!

PO

POLICE

WUNNERFUL. NOW THE LAW IS LYING TO ME. WHAT IS THIS? HAVE I WALKED INTO A *KAFKA* NOVEL WITHOUT NOTICING?

WHAT THE HECK IS GOIN' ON HERE?

DAIRY

*THE DAY WEARS SLOWLY ON...*

WELL, THESE EGGS ARE ABOUT AS INSPIRED AS YESTERDAYS. SURE WISH I HADN'T WANDERED IN-TO DAIRY CITY HERE...

I COULD JUST ABOUT DO MURDER FOR A NICE, GREASY HAMBURGER...

*AND, AS EVENING CLOSES OVER THE TOWN...*

UUHH! HERE I GO AGAIN, FOLKS! WHAT *IS* THIS? I HAVEN'T TOUCHED ANY MILK OR OTHER DAIRY PRODUCTS...

BUT THE LITTLE MAN WITH THE STEAMSHOVEL IN MY STOMACH DOESN'T SEEM TO KNOW THAT.

I GOTTA GET SOME SLEEP... GET... REST...

THE HOURS CRAWL BY UNCOUNTED, UNTIL SHARON AGAIN CLAWS HER WAY OUT OF NIGHTMARE...

NO! GET AWAY! GET AWAY FROM...

...ME...

OHH, THAT DOES IT! I'M *SICK*. I'M TOO SICK T' MAKE IT ON MY LONESOME.

HELLO? HELLO, OPERATOR, I WANT TO PLACE A CREDIT CARD CALL.

YES, NEW YORK CITY, AREA CODE 212...

AND, A FEW MINUTES LATER, IN NEW YORK...

HELLO?

OH, HEY, SHARON, YOU JUST CAUGHT US COMING BACK FROM...

WHAT? WHAT'S WRONG SHAR? YOU SOUND JUST AWFUL...

I *AM* JUST AWFUL, JULES. I THINK I MUST HAVE ANGERED ALL THE WRONG GODS SOME-TIME YESTERDAY.

I'VE CAUGHT SOME KIND OF BUG, I THINK. AN' YOUR CAR HAS DIED ON ME. YES, YES, YESTERDAY.

LISSEN, D'YOU THINK YOU COULD COME AN' GET ME? I REALLY NEED HELP.

YOU CAN? OH, JULIE, YOU'RE BACK IN MY WILL. I'M JUST OFF INTERSTATE 90. A LITTLE TOWN CALLED--

HELLO? HELLO? SHARON? SHARON, ANSWER ME!

OH, CRUD, WE'VE BEEN CUT OFF!

JULIE, WHAT IS IT? IS SHARON IN TROUBLE?

I... I DON'T KNOW, *GREY*. SHE'S TOUGH AS NAILS, USUALLY. MORE THAN ABLE TO LOOK AFTER HERSELF...

BUT SHE SOUNDED SO... ALONE...

AND AS *JULIETTE D'ANGELO* PON-DERS HER ROOMMATE'S DILEMMA...

THAT'S IT! I'M GONE!

THAT CALL CUT OFF AT ALTOGETHER TOO CONVENIENT A MOMENT...

THEY CAN *KEEP* THE CAR, THEY CAN KEEP TH' STUFF IN MY BAG...

BUT THEY'RE NOT GONNA KEEP *ME!*

NOW ALL I HAVE TO DO IS KEEP FROM WOOFING MY COOKIES BEFORE I CAN GET OUTTA TOWN.

JUST GIMME TWENTY MINUTES, TUMMY. THAT'S ALL I ASK.

NOT A SOUL IN SIGHT. THAT'S ONE THING TO BE GRATEFUL FOR...

IN SMALL TOWNS LIKE THIS THEY ROLL UP THE SIDEWALKS AS SOON AS THE SUN GOES DOWN!

BUT...

LUMBER

OH, NO. OH NO NO NO NO NO!

IN ABSOLUTE SILENCE THEY PURSUE HER, THEIR FACES WITHOUT EXPRESSION, THEIR STEADY FOOTFALLS THE SLOW, MECHANICAL PLODDING OF THE ZOMBIE, DRIVEN BY THE PULSATING RHYTHMS OF A VOODOO DRUM...

BUT THERE IS NO DRUM. ONLY THE SOFT SCUFF OF SHOE-LEATHER ON CONCRETE...

SHARON RUNS...

RUNS FOR DEAR LIFE. RUNS AS SHE HAS NOT RUN IN YEARS.

THE ROLLING FARMLAND SPEEDS BENEATH HER FEET. SUDDEN FENCES THROW OBSTACLES IN HER PATH, HINDERING HER FLIGHT.

HER HEART IS A BURNING AGONY IN HER BREAST. HER EYES BLINK BACK HOT TEARS.

AND EVERY TIME, WHEN SHE CASTS BACK A FURTIVE, FRIGHTENED GLANCE... THEY ARE THERE... A SOLID WALL OF BLANK-EYED HUMANITY. THEY NEITHER DRAW CLOSER NOR RETREAT.

THIS ISN'T HAPPENING!

MY STOMACH FEELS LIKE IT'S GONNA BURST, BUT THIS CAN'T BE REAL!

THIS CAN'T BE HAPPENING TO ME! IT'S JUST A NIGHTMARE. A NIGHTMARE. ALL I'VE GOTTA DO IS *WAKE UP!*

BUT THE SPLASH OF COLD WATER TELLS HER THIS IS NO DREAM, THAT THERE WILL BE NO ESCAPE IN WAKING.

WHY DON'T THEY DO ANYTHING BUT FOLLOW? THEY'RE SO... SO... *CONFIDENT!*

THEY KNOW I CAN'T GET AWAY. THEY'LL RUN ME UNTIL I JUST *DROP...*

WAIT A MINUTE!

IS THAT WHAT I THINK IT IS?

IT IS! IT IS! IT'S A PUBLIC PHONEBOOTH!

NOW, IF IT'S JUST *WORKING*...

TELEPH

*IT IS.*

HELLO? HELLO, LONG DISTANCE? YES, CALLING NEW YORK...

YES. TOLL FREE NUMBER... 1-800-555-4444. AS FAST AS YOU CAN, PLEASE!

*ONCE AGAIN THE TELEPHONE LINES HUM THEIR STRANGE MUSIC ACROSS THE MILES, AND IN THE WORLD-FAMOUS **BAXTER BUILDING**...*

*SPECIFICALLY AN OFFICE ON THE THIRTIETH FLOOR...*

*FANTASTIC FOUR INCORPORATED*, MAY I HELP YOU?

OH, THANK GOD! THANK GOD! LISSEN, I'M SHARON SELLECK. I'M A FRIEND OF *JOHNNY STORM'S.*

I'VE GOT TO SPEAK TO HIM, PLEASE. IT'S AN EMERGENCY.

I'M SORRY, MISS SELLECK, BUT THE *HUMAN TORCH* IS OUT AT THE MOMENT, AND I DON'T KNOW WHERE TO REACH HIM.

IF YOU COULD PERHAPS GIVE ME YOUR NUMBER AND LOCATION, AND THE NATURE OF YOUR EMERGENCY, I COULD SUMMON HIM WITH THE F.F. FLARE SIGNAL...

NO. NO, IT DOESN'T HAVE TO BE JOHNNY. *REED RICHARDS...* THE *THING*... ANY OF THE... *NO! NO! GET AWAY!*

MISS SELLECK?

HELLO?

HELLO?

MISS SELLECK?

SOME SEVEN HOURS LATER, IN THE SKY OVER MANHATTAN...

YAH HOO!

THIS HAS BEEN THE BEST COUPLA DAYS IN A LONG, LONG TIME!

THE DOCTORS SAY FRANKLIN AND ALICIA ARE BOTH GONNA BE NO WORSE FOR GETTING SMASHED AROUND BY ANNIHILUS.

AND A HAPPY ADDITION TO ALL THESE TRIPS TO THE HOSPITAL IS DISCOVERING SISTER SUE IS PREGNANT AGAIN!

AND REED SAYS EVEN THOUGH HE AND SUE ARE MOVING AWAY TO TRY TO GIVE THEIR KIDS A NORMAL LIFE, WE'RE STILL GONNA BE THE FANTASTIC FOUR!*

*FOR FULL DETAILS SEE FF#257.

ABOUT THE ONLY THING THAT COULD IMPROVE ON TODAY WOULD BE TO FIND OUT GALACTUS HAS JOINED WEIGHT-WATCHERS.

NO. COME TO THINK OF IT, I TAKE THAT BACK.

THERE IS SOMETHING ELSE THAT COULD ADD TO THE DAY.

AND THERE SHE IS!

HEY, JULIE, IT'S YOUR FAVORITE SUPER-GUY STOPPING BY TO MAKE YOUR DAY!

JOHNNY! OH, WOW, AM I EVER GLAD TO SEE YOU.

YOU AN' EVERY OTHER RED BLOODED AMERICAN GAL, BABE. IT'S MY NATURAL... HEY...

YOU LOOK WORRIED, JULES. WHAT IS IT? SOMETHING WRONG?

IT'S SHARON, JOHNNY. I'VE BEEN GOING OUT OF MY MIND TRYING TO FIND OUT WHERE SHE COULD BE...

QUICKLY THE GIRL KNOWN AS **JULIE ANGEL** RECOUNTS THE EARLY MORNING CALL.

HEY, NO PROBLEM, BABE. COME ALONG WITH ME, AND WE'LL TAKE CARE OF IT!

COME ALONG? WHERE? HOW?

"HOW" IS BY THE JONATHAN S. STORM PERSONAL PEOPLE TRANSPORTATION SYSTEM...

JOHNNY! BE CAREFUL!

AND AS TO "WHERE"...

WHERE ELSE BUT THE EVER-POPULAR BAXTER BUILDING?

AN ALMOST UNCONSCIOUS MENTAL COMMAND DOUSES THE TORCH'S FLAME, AS...

JOHNNY, WHAT'S THAT?!

OUR EMERGENCY FLARE. SUE AND REED ARE SIGNALLING...

SIS, REED, WHAT'S UP? WHY THE FLARE?

JOHNNY! THAT'S THE FASTEST YOU'VE EVER RESPONDED TO OUR FLARE. YOU MUST HAVE BEEN NEARBY...

SOMETHING ODD ON OUR TELEPHONE RECORDING SYSTEM, JOHNNY. LISTEN...

FANTASTIC FOUR INCORPORATED. MAY I HELP YOU?

OH, THANK GOD! THANK GOD! LISSEN, I'M SHARON SELLECK. I'M A FRIEND OF JOHNNY STORM'S. I'VE GOT TO SPEAK TO HIM. IT'S AN EMERGENCY.

I'M SORRY, MISS SELLECK, BUT THE HUMAN TORCH IS OUT AT THE MOMENT, AND I DON'T KNOW WHERE TO REACH HIM. IF YOU COULD GIVE ME YOUR NUMBER AND LOCATION, AND THE NATURE OF YOUR EMERGENCY I COULD SUMMON HIM WITH THE FF FLARE SIGNAL...

NO. NO, IT DOESN'T HAVE TO BE JOHNNY. REED RICHARDS... THE THING... ANY ONE OF THE... NO! NO! GET AWAY!

SH-SHARON?

AT THAT POINT THE CALL IS ABRUPTLY TERMINATED.

JOHNNY, YOU CONFIRM THAT YOU DO, IN FACT, KNOW MISS SELLECK? THAT THIS IS NOT LIKELY TO BE A PRANK?

KNOW HER? SHE'S MY ROOMMATE! SHE'S...

JULIE GOT A CALL FROM SHARON, TOO, REED. IT'S BEGINNING TO SOUND AS IF SHE'S IN REAL TROUBLE.

AS IF ON CUE...

HEY, BIG BRAIN, I SAW TH' FLARE! WHAT'S HAPPENED? *DOC DOOM* BLOW UP YANCY STREET?

NOTHING QUITE THAT SINISTER, *THING*. NOTHING MORE THAN A PHONE-CALL, IN FACT.

YET I CAN'T SHAKE A SENSE OF *FOREBODING*, AS IF THERE IS GREAT *EVIL* IN THIS...

THE CALL WAS TO OUR TOLL-FREE NUMBER, SO UNLESS SOMEONE REPLACED THE RECEIVER, THE LINE SHOULD STILL BE OPEN.

LET'S SEE IF OUR EQUIPMENT CAN TRACE THE CALL'S ORIGIN...

QUICKLY THE MAN CALLED *MISTER FANTASTIC* SUMMONS FROM THE COMPUTER'S MEMORY BANK A SCAN-MAP OF NEW YORK STATE...

NEW YORK

THE LINE *IS* STILL OPEN. IT SHOULDN'T TAKE LONG TO FIND WHERE SHE CALLED FROM.

THE ALMOST SILENT WHISPER OF A STYLUS ACROSS THE MAP...

AND THE LOCATION IS PINPOINTED.

KING'S CROSSING. KING'S CROSSING. THAT DINGLES A FAINT BELL, DON'T IT?

YOU'RE RIGHT, *BEN.*

DIDN'T I READ SOMETHING ABOUT THE *AVENGERS* HAVING A BIG FIGHT NEAR THERE?

YEAH. YEAH, I REMEMBER THAT, TORCHIE. SOME KINDA T'DO WITH CAPTAIN MAR-VELL AN' TH' *SUPER-SKRULL!*

YES... THAT'S PART OF IT, BUT...

REED! SKRULLS! THE FIRST SKRULLS WE FOUGHT!

HOLY CATS! THEM THREE SKRULLS YOU CHANGED INTA *COWS!*

BUT... THEY WERE REPORTED *KILLED* IN THE *KREE-SKRULL WAR!*

BUT KING'S CROSSING IS NEAR WHERE WE LEFT THEM!

AND THAT'S WHERE SHARON IS IN TROUBLE!

DUSK...

LORD'S HOTEL

U-HAUL

SILENCE LIES HEAVY ON THE STREETS OF KING'S CROSSING AS A DUSTY TRUCK GRUMBLES INTO TOWN...

AND, MOMENTS LATER...

NOPE. NO ROOMS. NO ROOMS 'T'ALL.

I FIND THAT HARD TO BELIEVE, FRIEND. LOOK, MY BROTHER-IN-LAW AND I HAVE BEEN DRIVING ALL DAY. SURELY, YOU MUST HAVE SOMETHING.

PRIVATE

PROBLEM, BARNEY?

TOLD THESE FELLAS I GOT NO ROOMS, CHIEF. THEY DON'T SEEM TO LISTEN NONE TOO GOOD.

LOOK, CHIEF, WE'VE BEEN DRIVING A LONG HAUL AND WE'RE BOTH TIRED. I CAN PROMISE WE'LL BE ON OUR WAY AGAIN AT FIRST LIGHT.

HMMM.

WE'RE A LONG WAYS OFF THE USUAL INTER-STATE ROUTES. NOT USED TO SEEING STRANGERS.

MIND IF I ASK YOUR BUSINESS IN THESE PARTS?

STRICTLY PASSING THROUGH, CHIEF. WE'VE BOUGHT SOME LAND OVER IN BRAUN COUNTY. HOPE TO START FARMING.

SEEMS REASONABLE ENOUGH. GIVE 'EM A ROOM FOR THE NIGHT, BARNEY. ON THE SECOND FLOOR.

BUT, CHIEF, I DON'T KNOW IF THAT'S...

DO IT, BARN!

OH, ALL RIGHT. HERE'S YOUR KEY.

2B

CHECK-OUT'S AT 9 A.M.--*SHARP!*

THUS, A FEW MINUTES LATER, UPSTAIRS...

WELL, THEY SURE DON'T GET THE CONGENIALITY AWARD. ANYBODY'D THINK WE HAD *HORNS* OR SOMETHING.

IN THEIR EYES WE VERY NEARLY DO, JOHNNY, IF MY THEORY IS CORRECT.

SUE, HONEY, ARE YOU WITH US?

RIGHT HERE, DARLING. I'VE FINISHED SCOUTING THE PREMISES.

THE AIR SEEMS TO STIR AND THICKEN AS THE BEAUTIFUL *INVISIBLE GIRL* REAPPEARS.

IT LOOKS LIKE WE'RE THE ONLY GUESTS, ALTHOUGH THERE ARE CLOTHES AND A BAG IN ANOTHER ROOM ON THIS FLOOR.

THE REST OF THE ROOMS ARE EMPTY, AND LOOKS AS IF THEY HAVEN'T BEEN USED IN YEARS.

BUT THERE'S ONE ROOM ON THE FOURTH FLOOR THAT'S LOCKED.

AND IT'S A GOOD BET THAT'S WHERE THEY'RE KEEPING SHARON.

OKAY, I'M THE PORTABLE LOCK-PICK FOR THIS TEAM...

I'LL MOSEY UP AND SEE WHAT'S GOING DOWN.

AND, AS THE HUMAN TORCH DEPARTS...

I STARTED WORKING ON THIS EQUIPMENT AFTER OUR SECOND ENCOUNTER WITH THE *SUPER-SKRULL.** I'D HOPED WE'D NEVER HAVE TO USE IT.

*WAY BACK IN ISSUE #32.

WELL, DARLING?

I'M AFRAID THE TESTS ARE POSITIVE, SUE.

WE HAVE INADVERTANTLY COMMITTED AN ALMOST UNFORGIVABLE CRIME AGAINST THE PEOPLE OF THIS COMMUNITY.

AN OLD GHOST HAS COME BACK TO HAUNT US, AND WE MUST EXORCISE IT BEFORE THIS TRAGEDY CAN ACHIEVE ITS FULL POTENTIAL!

AND, AS REED RICHARDS SPEAKS THOSE OMINOUS WORDS...

U-HAUL

U-HAUL

RENT ME

FINALLY...

I WUZ BEGINNIN' TA THINK IT WUZ NEVER GONNA GET DARK ENOUGH.

HMPH. SOME FANCY TOWN JOHNNY'S PAL GOT HERSELF LOST IN. SURE DON'T LOOK LIKE A *SKRULL* HIDE-OUT.

WITH SURPRISING STEALTH FOR ONE HIS SIZE, BEN GRIMM MOVES CAUTIOUSLY THROUGH THE STILL TOWN, UNTIL...

WELL WELL. LOTSA SOUNDS FROM INSIDE. LOOKS LIKE EVERYBODY AIN'T GONE BEDDY-BYE AFTER ALL!

THIS FACTORY COMPLEX LOOKS NEWER THAN TH' TOWN.

NEW ENOUGH TA BE OF INTEREST...

AND, INSIDE...

LOOK AT THIS! I THINK I JUST HIT TH' *JACKPOT!*

ALL THIS HARDWARE LOOKS MORE UP REED'S STREET TA FIGGER OUT, BUT ONE THING FER SURE... A TOY TOWN LIKE THIS AIN'T GOT NO USE FER A COMPLEX THIS SIZE.

LIKE WORKER ANTS THEY BUSTLE TO AND FRO, PURPOSE ETCHED ONTO THEIR FACES LIKE GRIM MASKS.

YET, IN ALL THE SEEMINGLY ENDLESS ACTIVITY, ONE FACT CUTS COLDLY THROUGH TO THE WATCHING **THING:** THERE IS NO SOUND BUT THAT OF MACHINES.

NO RADIO PLAYS, NO WORKER CALLS OUT TO ANOTHER. ALL IS OVERPOWERING SILENCE.

NOW WHAT'S GOIN' ON DOWN THERE?

THEY'VE DRAINED ALL TH' MILK OUTTA THAT ONE TANK, BUT I DON'T SEE NO FEEDER LINES.

HOW ARE THEY GONNA REFILL... WAIT A SEC. WHAT'S HAPPENIN'?

HOLY CATS! IT FILLED IT-SELF! THE MILK IS ACTUALLY **GROWING** IN THE VAT!

THAT'S MY CUE TA SCRAM OUTTA HERE. I THINK IT'S TIME MAMA GRIMM'S LITTLE BOY BENJAMIN BLEW TH' WHISTLE ON THIS OPERATION.

AW, NUTS...

CREEAKK

IT IS ONLY A SMALL SOUND, BUT IT GALVANIZES THE WORKERS BELOW AS IF IT WERE A GUNSHOT.

ALL EYES SWING AS ONE TO THE CAT-WALK, PINNING THE THING IN COLD, UNHUMAN STARES.

AS ONE MAN THEY TURN FROM THEIR INDIVIDUAL TASKS, AND AS THEY DO, THEIR FEATURES SHIFT AND BLUR, RUNNING LIKE WAX IN SUMMER SUN...

UNTIL IT IS A LEGION OF **MONSTERS** THAT FACES THE INTRUDER...

MEANWHILE...

NO SIGN OF GUARDS.

EITHER THEY BOUGHT REED'S STORY OR THEY'RE EXCESSIVELY SURE OF THEMSELVES.

THIS IS THE ONLY ROOM THAT'S LOCKED. *WHEW!* WHAT A STENCH! SMELLS LIKE A HOSPITAL SICK-ROOM.

4D

WELL, NO TIME TO GET ALL DELICATE. IF THEY *ARE* HOLDING SHARON, IT'LL BE IN HERE, SO...

FLAME ON!

A FINELY CONTROLLED STREAM OF BLAZING PLASMA...

...AND THE ANCIENT LOCK IS VAPORIZED.

INSIDE...

NOW THE STENCH NEARLY OVERWHELMS HIM. THE SMELL OF ROTTEN MILK IS STRONGEST, RICH AND ALL PERVADING.

BUT BENEATH IT, THE UNMISTAKABLE ODOR OF SICKNESS, A STOMACH-WRENCHING WAVE OF NAUSEOUS FETOR...

THE GIRL LASHED TO THE BED IS PALE AND DRAWN, AND HER HEAD WOBBLES AS IT JERKS UP TO THE SOUND OF THE OPENING DOOR.

SHARON!

QUICKLY, THE GIRL IS SET FREE...

OHH...OH, JOHNNY, IS IT YOU? IS IT *REALLY* YOU?

TAKE IT EASY, SHAR. WE'LL HAVE YOU OUTTA HERE IN NO TIME.

EASY NOW. *EASY!* CAN YOU WALK? I COULD CARRY YOU IF...

NO... LEMME... DO IT. MY LEGS FEEL LIKE THEY'LL NEVER MOVE AGAIN IF THEY DON'T NOW.

A FEW PAINFUL MINUTES LATER...

SUE...

GOOD GRIEF! IS THAT SHARON? GET HER TO A BED, QUICKLY.

SHE LOOKS ALMOST *DEAD!*

DON'T WORRY NOW, DEAR. YOU'RE SAFE WITH US! HERE, DRINK THIS!

ANYTHING AS LONG AS IT AIN'T MILK! I'M SO GLAD YOU CAME... ALL OF YOU!

BUT WHAT'S GOING ON HERE? DO YOU KNOW?

"I'M AFRAID WE DO, SHARON. IN MANY WAYS IT'S ALL *OUR FAULT!*

"IT STARTED MANY YEARS AGO. WE HADN'T BEEN THE *FANTASTIC FOUR* VERY LONG...

"BUT LONG ENOUGH FOR THE *THING* TO BE RECOGNIZED, SWIMMING MILES OFF-SHORE TO A LONELY TEXAS OIL-RIG.

"THE EFFECT OF OUR BOMBARDMENT BY **COSMIC RAYS** HAD NOT WORKED ITS FULL EFFECT ON POOR BEN IN THOSE DAYS. HE DID NOT LOOK AS HE LOOKS NOW, AND WAS NOT AS STRONG...

"BUT EVEN THEN THE STRENGTH OF THE THING WAS ENOUGH TO TEAR APART A MAIN SUPPORTING PILON BENEATH THAT TOWER.

"THE RIG COLLAPSED. BY SOME UNGUESSABLE CHANCE NO ONE WAS KILLED, BUT THE THING WAS SPOTTED SWIMMING AWAY.

"SIMULTANEOUSLY, IN OKLAHOMA CITY...

"THE **TORCH**, NOT YET WITH HIS PRESENT CONTROL OF HIS FLAME, WAS SEEN DESTROYING A PRICE-LESS MARBLE MONUMENT...

"WHILE AN ARM THAT COULD ONLY HAVE BELONGED TO **MISTER FANTASTIC** SHUT OFF A VITAL POWER STATION IN NEW YORK, CREATING UNTOLD HAVOC.

"AND I? I WAS ACCUSED IN THE THEFT OF ONE OF THE MOST VALUABLE DIAMONDS IN AMERICA."

I MUST ADMIT I NEVER REALLY EXPECTED ANYONE TO **BUY** SUCH AN EXPEN-SIVE GEM!

BUY?

I DON'T INTEND TO **BUY** IT...

"ONLY AFTER WE FOUR HAD BEEN HOUNDED INTO CAPTIVITY WAS THE TRUTH DISCOVERED.

"THE FANTASTIC FOUR HAD NOT COMMITTED THOSE CRIMES. RATHER, IT WAS A QUARTET OF ALIEN **SHAPE-CHANGERS!**

"THAT WAS OUR FIRST ENCOUNTER WITH THE MURDEROUS **SKRULLS!**

"ALTHOUGH ONE OF THE MASQUERADERS ESCAPED, WE WERE ABLE TO CAPTURE THE OTHER THREE AND LEARN THEIR PLANS TO INVADE AND CONQUER OUR PLANET.

"THEN, POSING AS THE SKRULLS WHO HAD IMPERSONATED US, WE TOOK THEIR DISGUISED SHIP...

"...AND FLEW UP TO THE MOTHERSHIP WAITING BEYOND EARTH'S DETECTION IN DISTANT ORBIT.

"REED'S EXAMINATION OF THE CAPTURED SKRULLS HAD DETERMINED THEIR EYES WERE MUCH LESS COMPLEX THAN OURS, RENDERING THEM INCAPABLE OF MORE SUBTLE VISUAL PERCEPTIONS."

THOSE ARE SOME OF EARTH'S MOST POWERFUL WARRIORS.

IT'S WORKING! HE DOESN'T SUSPECT THOSE ARE ACTUALLY CLIPPED FROM SOME OF JOHNNY'S *MONSTER COMICS!*

"OUR DESPERATE GAMBLE SUCCEEDED. THE SKRULL WARSHIP DEPARTED, FOOLED BY OUR PROMISE TO REMAIN ON EARTH AND DESTROY ALL EVIDENCE OF OUR "FELLOW SKRULLS."

"THEN WE HAD TO DEAL WITH OUR THREE PRISONERS..."

DON'T KILL US! DON'T! DON'T!

WE PROMISE TO CAUSE NO MORE HARM! WE'LL LIVE IN PEACE AMONGST YOU!

WE SWEAR IT!

SO BE IT! BUT TO BE CERTAIN, YOU MUST UNDERGO ONE LAST CHANGE.

I WILL TELL YOU WHAT TO CHANGE INTO, AND HYPNOTIZE YOU SO THAT YOU WILL FORGET YOUR PREVIOUS IDENTITIES...

"AND SO THE SKRULLS BECAME THE MOST PEACEFUL CREATURES ON EARTH, GRAZING CONTENTEDLY IN A PASTURE..."

MOOO.

SO ENDS THE MENACE OF THE SKRULLS!

YEAH, BUT I'VE GOT A FEELIN' THERE'S EVEN ***WORSE*** TROUBLE AHEAD.

WE HARDLY SUSPECTED THEN HOW TRUE THOSE WORDS OF BEN'S WOULD PROVE TO BE.

THE THREE TRANSFORMED COWS MUST HAVE BEEN MINGLED WITH A LOCAL FARMER'S HERD, AND...

WAIT A MINUTE!

ARE YOU TELLIN' ME THIS WHOLE TOWN GOT WHACKO...

...FROM DRINKIN' SKRULL MILK?!?!

NOT EXACTLY, MISS SELLECK. ALTHOUGH THE SKRULLS WOULD HAVE IMITATED MOST BOVINE FUNCTIONS I DOUBT THEY WOULD HAVE ACTUALLY BEEN CAPABLE OF *LACTATING.*

I BELIEVE THE PROBLEM ARISES FROM THE FACT THAT EACH SKRULL IS A *LIVING UNSTABLE MOLECULE*, THEIR EVERY *ATOM* FUNCTIONING LIKE OUR HUMAN DNA.

THE MILK EQUIVALENT THEY PRODUCED WOULD HAVE CARRIED THE GENETIC MATRIX OF A FULLY DEVELOPED SKRULL, AND WOULD HAVE ATTACKED AND MODIFIED ANY NON-SKRULL CELL TISSUE IT ENCOUNTERED.

THIS "MILK" COULD HAVE A LIFE OF ITS OWN, CONCEIVABLY EVEN REPRODUCE ITSELF, TAKING ITS NOURISHMENT RIGHT FROM THE BASIC ELEMENTS IN AIR.

HOWEVER, SINCE THE TOWNSFOLK ARE NOT TRUE SKRULLS, I BELIEVE WE CAN RECTIFY THE SITUATION WITH THIS...

GREAT SCOTT!

HOLY COW! WE GOT COMPANY!

JOHNNY-- FLAME ON! GET OUT OF THEIR WAY!

NOT AGAIN! OH, NOT AGAIN!

MEANWHILE, AT THE PROCESSING PLANT...

SOUNDS OF FURY POUND THROUGH THE GRANITE WALLS AND ECHO ALONG DESERTED STREETS.

AND, INSIDE, THE THING HAS DISAPPEARED BENEATH A GROWING MOUNTAIN OF GROTESQUERIES.

BUT...

HEY, KIDDIES, DO YOU KNOW WHAT TIME IT IS?

IT'S CLOBBERIN' TIME!

THAT'S A LITTLE BETTER. NOW I CAN MOVE AT LEAST.

BUT I GOTTA BE CAREFUL. GOTTA KEEP REMINDIN' MYSELF THESE AIN'T REAL SKRULLS

THESE POOR FOLKS HAD NO MORE CHOICE IN BECOMIN' WHAT THEY'VE BECOME THAN I HAD WHEN TH' COSMIC RAYS ZAPPED ME INTA AMERICA'S FAVORITE SUPER-UGLY.

'COURSE, IF THEY KEEP TRYIN' TA PINCH MY ROCKY L'IL HEAD OFF, NOBODY CAN COMPLAIN IF I DO A BIT OF PUNCHIN'...

MEANWHILE...

THEY'RE WILD --INSANE...NOTHIN' HUMAN LEFT IN 'EM!

MAYBE I CAN TURN THAT TO OUR ADVANTAGE. A FLAME CAGE WON'T REALLY HURT THEM...

BUT IF THEY'RE FUNCTIONING AT THE LEVEL OF BEASTS, IT SHOULD SCARE 'EM -- HOLD 'EM!

BUT...

NO GOOD, JOHNNY. THIS ONE DOESN'T SEEM BOTHERED BY YOUR FLAME.

DO SOMETHING! DO ANYTHING!

INVISIBLE ENERGIES FLOW FROM SUSAN STORM RICHARDS' CELLS, AND...

DON'T WORRY, SHARON.

HE MAY HAVE GOTTEN THROUGH THE TORCH'S FLAME, BUT MY *FORCE-FIELD* HAS HELD BACK THE *HULK!*

AND...

INCREDIBLE! EVEN THE COMMON FLORA HAS BEEN AFFECTED BY THE... SKRULL MILK. THAT MONSTROSITY WOULD NORMALLY BE NOTHING MORE THAN ORDINARY **WEED**, SUCH AS GROWS IN ANY SIDEWALK CRACK.

OBVIOUSLY IT IS ACTING ON SOME KIND OF INSTINCTIVE LEVEL. I DOUBT THE MUTATION WOULD HAVE GENERATED TRUE SENTIENCE.

BUT HOWEVER IT'S FUNCTIONING IT HAS CAPTURED THE SPRAY CANISTER...

AND WITHOUT IT I HAVE NO HOPE OF QUICKLY RESTORING THESE TOWNSPEOPLE TO HUMAN FORM.

APPARENTLY UNHEEDING THE POTENTIAL DANGER, MISTER FANTASTIC PLUNGES HIS AMAZING ELASTIC FORM INTO THE WRITHING GREENERY.

FOR LONG MINUTES THERE EMERGES FROM THE TANGLED MASS NO SOUND BUT THE RUSTLE OF LEAF AND STEM.

THEN, QUITE SUDDENLY, THE SOUND CHANGES.

THE SLOW, SINUOUS UNDULATIONS BECOME SPASMODIC JERKS, WITHOUT REAL GUIDANCE BEHIND THEIR ACTIVITY.

SOMETHING DISTURBINGLY LIKE A SCREAM--A STRANGE UNHUMAN SCREAM-- WHISTLES SHRILLY FROM THE TANGLES...

IT'S WORKING. THE **ENZYME** IS INFILTRATING THE PLANT'S CELL STRUCTURE AND LOCKING ITS GENETIC CODE MATRIX.

AN **INHIBITOR** SUCH AS THIS WOULD NOT, OF COURSE, WORK ON A **REAL** SKULL...

BUT SINCE IT IS NOT A NATURAL CONDITION FOR THE LOCAL FLORA AND FAUNA TO BE ABLE TO CHANGE SHAPE AT WILL...

...IT IS MOST EFFECTIVE IN THIS CASE.

THE SOFT MIST ENGULFS THE MONSTERS, SEEPING INTO THEIR SKIN, THEIR EVERY FIBER...

SLOWLY THE NIGHTMARISH FEATURES SHIFT AND CHANGE...

THEIR OUTLANDISH FORMS WERE BORN OF HUMAN IMAGINATION, AND HAD LITTLE KINSHIP WITH THE TRUE SHAPE OF STAR-BORN SKRULLS.

NOW, AS THE SKRULL INFLUENCE BOILS OUT OF THEM, MORE FAMILIAR CONFIGURATIONS ARE RESTORED.

THEY'RE NOT HARMED. THE SHOCK OF BEING FORCED BACK TO NORMAL HAS SIMPLY KNOCKED THEM OUT.

IS IT OVER, DARLING? ARE THEY GOING TO BE ALRIGHT?

NOT FER A WHILE YET, SUZIE. I GOT A WHOLE FACTORY FULLA THEM FREAKS, ALL COUNTIN' BIRDIES FER NOW.

WE MUST ACT FAST TO BE SURE THIS IS ENDED, HERE AND NOW, FOREVER.

BEN, GET THE *FANTASTI-CAR* READY.

WITHIN MINUTES...

OKAY, STRETCHO, THE OL' FLYIN' BATHTUB'S READY. YA GOT THAT SPRITZER SET TA CLAMP ON TH' FRONT?

A QUICK ATTACHMENT, AND THE UNIQUE VEHICLE RISES ALMOST SILENTLY...

KEEP ALERT, PEOPLE. IF ANY LOCALS TRY TO OUTRUN THE MIST...

DON'T WORRY, DARLING. WE'LL BE READY TO HERD THEM BACK INTO TOWN.

IS THAT LITTLE CANISTER GONNA BE ENOUGH T'DO THIS WHOLE AREA?

SURE, SHAR. ACCORDING TO REED THAT STUFF *REPLICATES*, SO THE SPRAYER'S ALMOST ALWAYS FULL.

THAT'S WHY REED WAS SO CONCERNED ABOUT RECOVERING THE ORIGINAL CONTAINER. IT WOULD HAVE WASTED VALUABLE TIME TO RETURN TO NEW YORK AND RE-MIX THE FORMULA.

"I'M NOT SURE I UNDERSTAND HOW YOU HAD THAT STUFF MIXED UP ALREADY ANYWAY," SAYS SHARON.

"REED PREPARED IT AFTER WE REALIZED WHAT THE PROBLEM MIGHT BE," REPLIES SUE.

"WE DE-BRIEFED JULIE ON YOUR CALL TO HER, AND IN THE PROCESS LEARNED OF YOUR ALLERGY TO DAIRY PRODUCTS.

"GIVEN THAT, AND THE LOCALE, REED PUT TWO AND TWO TOGETHER AND CAME UP ***COW SKRULLS.***

"NOW THE INHIBITOR WILL LOCK THE NORMAL EARTHLY GENETIC STRUCTURE, AND, JUST TO BE SURE, JOHNNY WILL BURN OFF ALL THE INFECTED CROPS.

A FEW SHORT HOURS LATER...

...AND SO, CHIEF, ***FANTASTIC FOUR INC.*** WILL ESTABLISH A TRUST FUND TO COVER THE REHABILITATION AND REORGANIZATION OF KING'S CROSSING.

I'M SURE WE ALL APPRECIATE THAT, MISTER FANTASTIC, BUT SEEMS TO ME LIKE THERE'S NO WAY 'ROUND THE FACT THAT WE ALL COME UP A LOT O' YEARS SHORT ON OUR LIVES.

CORONER

NOT EXACTLY, CHIEF. NONE OF YOU WERE CONSCIOUS OF THE PASSAGE OF TIME IN YOUR PSEUDO-SKRULL STATES, TRUE...

BUT MY EXAMINATIONS HAVE SHOWN A HAPPY SIDE EFFECT. SOME UNEXPECTED COMBINATION IN THE HUMAN AND SKRULL GENES EVIDENTLY RETARDED THE AGING PROCESS.

NONE OF YOU ARE ANY OLDER THAN YOU WERE SIX YEARS AGO, AND ALL OF YOU ARE MUCH ***HEALTHIER!***

WELL, THEN -- GUESS WE DON'T HAVE A WHOLE LOT TO COMPLAIN ABOUT, DO WE? I MEAN, THINGS NEVER CHANGED MUCH 'ROUND HERE ANYWAY!

I'M GLAD TO HEAR YOU SAY THAT, CHIEF. AND WITH OUR HELP YOU'LL BE BACK TO CONTEMPORARY STATUS IN NO TIME.

GOOD LUCK, CHIEF!

THUS...

SO THAT'S HOW IT ALL ENDS? EVERYTHING'S SWEETNESS AND LIGHT, AND EVERYONE'S HAPPY?

THERE ***IS*** A TENDENCY TO SIMPLY BREATHE A SIGH OF RELIEF HERE, BUT WE WERE IN FACT VERY, VERY, LUCKY.

THE GENETIC MATRIX OF THE SKRULLS ALSO CARRIES THEIR WAR-LIKE TENDENCIES. IN THIS CASE IT SERVED TO MAKE A NATURALLY INSULAR COMMUNITY MORE SO.

RATHER THAN SETTING OFF TO CONQUER THE WORLD THEIR ENERGIES WENT ALONG MORE FAMILIAR LINES -- THEY BECAME EXTRAORDINARILY EFFICIENT FARMERS.

WE CAN BE GRATEFUL NO ONE OF A MORE MILITARISTIC NATURE WAS EXPOSED TO THE "MILK."

US ARMY

CAMP MERLO
US ARMY DEPOT

STOP
SHOW PASSES

GUARD POST

CAMP MERLO

HI, BOB! USUAL WEEKLY DELIVERY?

Writer/editor Mark Gruenwald details the world of the Fantastic Four in these

# FANTASTIC FOUR

**The Fantastic Four, Inc. is one of America's most renowned teams of super-powered adventurers. Led by Dr. Reed Richards, one of the world's greatest living scientific geniuses, the group consists of Richards' wife, her younger brother, and Richards' college roommate, a former pilot. All four gained individual powers from cosmic bombardment incurred during a test flight of one of Richard's rocket projects. Over the years, the team has remained essentially the same, although temporary vacancies in the ranks were filled at one time by Crystal, Medusa, and Power Man. The activities of the Fantastic Four are supported by profits from Reed Richards' patents and research publications.**

**MISTER FANTASTIC**
(Reed Richards, scientist)
First appeared in FANTASTIC FOUR #1

**THE THING**
(Banjamin Grimm, adventurer)
First appeared in FANTASTIC FOUR #1

**INVISIBLE GIRL**
(Susan Storm Richards, adventurer)
First appeared in FANTASTIC FOUR #1

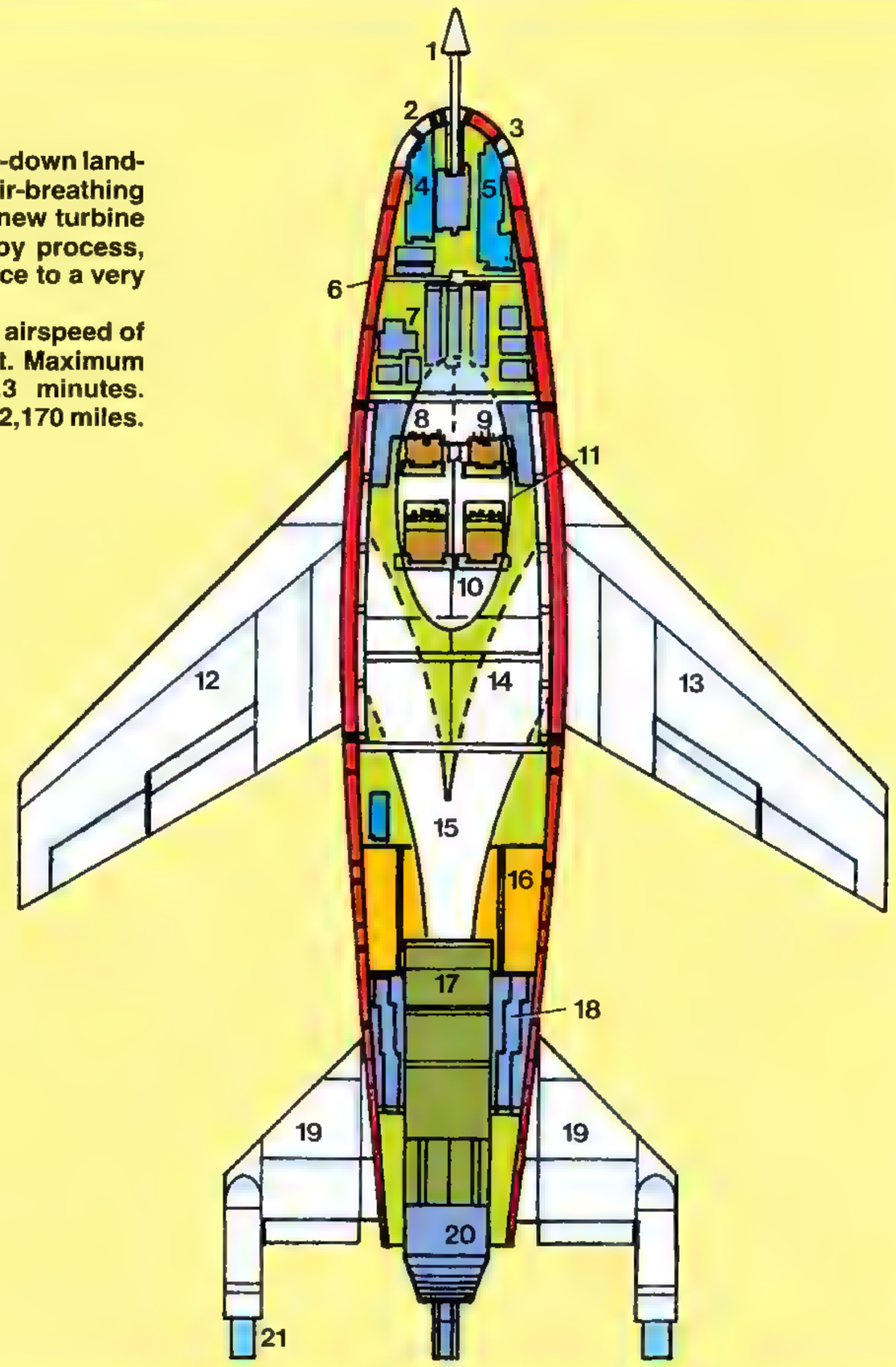
**HUMAN TORCH**
(John Storm, adventurer)
First appeared in FANTASTIC FOUR #1

## FANTASTIC FOUR'S
# POGO PLANE

**The Pogo Plane, so-called because of its tail-down landing/take-off attitude, was the first significant air-breathing engine design of Reed Richards. Employing new turbine blade configurations and a new titanium-alloy process, Richards increased overall engine performance to a very high weight-to-thrust ratio of 1:4,500.**

**The Pogo Plane has a maximum level flight airspeed of Mach 2.3, a maximum altitude of 130,000 feet. Maximum rate-of-climb, sea level to 20,000 feet: 1.3 minutes. Maximum flight radius, normal service cargo: 2,170 miles.**

1. Supersonic profile nose
2. Synthetic Aperture Radar port
3. Optical port
4. Side-Looking SAR gear
5. 1 Meter, folded path, visible spectrum, real-time camera
6. Double hull, titanium alloy skin
7. Forward Flight electronics/ communications gear, equipment testing platform
8. Pilot's station, controls
9. Co-Pilot's station, auxiliary controls
10. Navigator/Engineer Station aft crew area
11. Crew egress canopy
12. Port wing
13. Starboard wing
14. Aft stowage, electrical system
15. Under-wing engine intake venturi
16. 900 gallon explosion-proof fuel tank
17. Richards Mark 3, High-compression ram-charged turbine
18. High-speed fuel pump turbines
19. Rear stabilizer fins, ailerons
20. Engine silencer
21. Landing shock absorbers, wheels retracted




Fantastic Four art by John Byrne & Josef Rubinstein

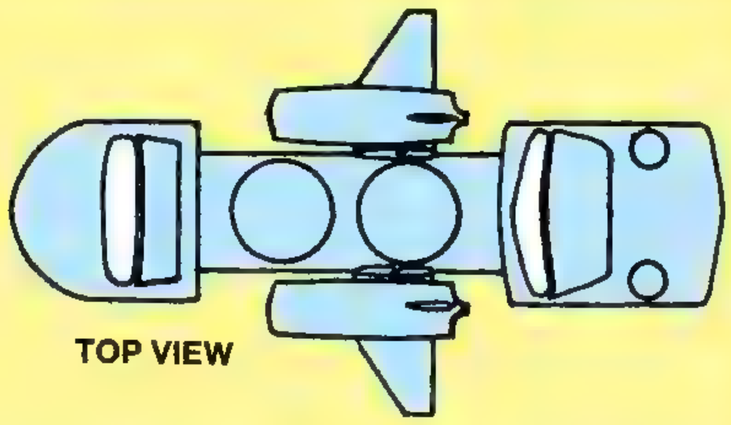
Pogo plane art by Eliot R. Brown

# FANTASTICAR

**The Fantasticar is a 27-foot, hybrid, vertical take-off/landing craft combining electric-powered fan lift and jet turbine thrust that yields maximum fuel efficiency. Designed by Reed Richards and constructed out of a variety of foamed alloys and employing early computer-aided manufacturing techniques, the vehicle is highly unorthodox, but air-worthy.**

**The Fantasticar's maximum level flight airspeed is 550 miles per hour with all four members of the Fantastic Four on board. The maximum altitude is 30,000 feet.**

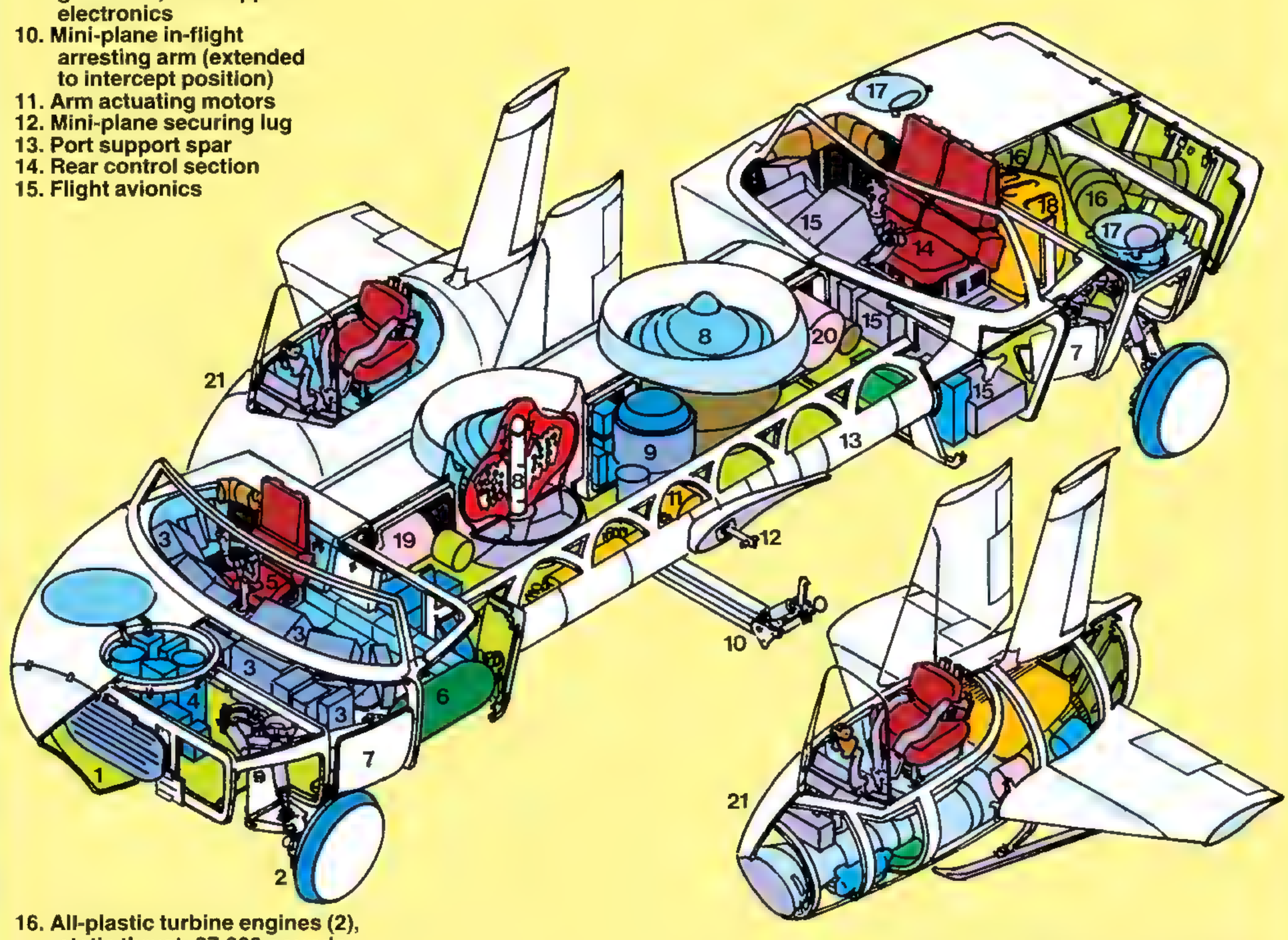
**The twin mini-planes can each detach and fly independently of the mother craft, or by radio control. They are stowed on board with one wing up. The mini-planes are released and captured by an articulated arresting arm that holds them until they are either ready for stowage or flight. Their maximum level-flight airspeed is 350 miles per hour, their normal service ceiling is 38,000 feet.**



TOP VIEW

SIDE VIEW

1. Micropulse phased array radar
2. Steerable landing gear
3. Flight electronics (avionics)
4. Communications link with Baxter Building computer memory
5. Front control section
6. High-altitude oxygen supply
7. Wheel well hatch (retracted)
8. High velocity, electric turbine impellers
9. Mini-fusion thermoelectric generator, and support electronics
10. Mini-plane in-flight arresting arm (extended to intercept position)
11. Arm actuating motors
12. Mini-plane securing lug
13. Port support spar
14. Rear control section
15. Flight avionics

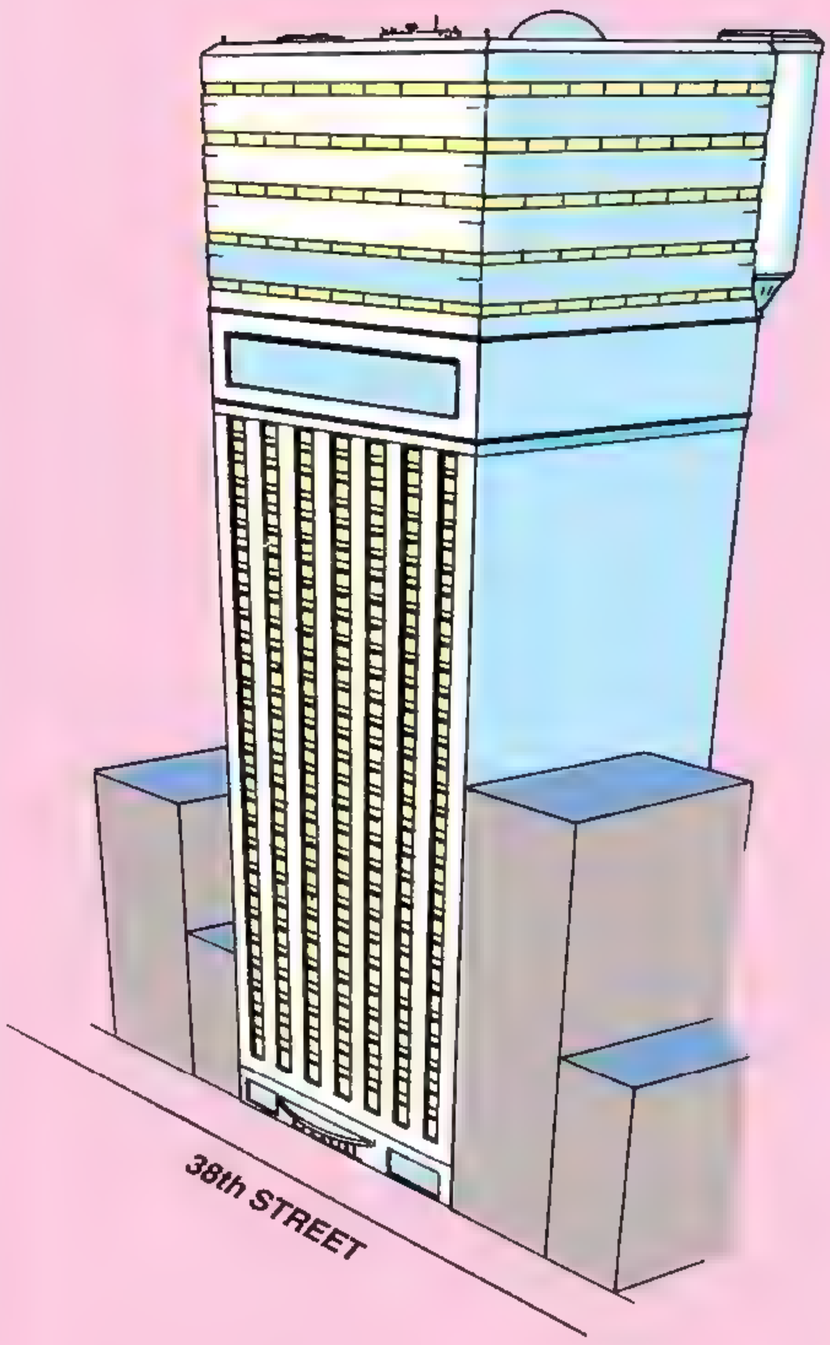


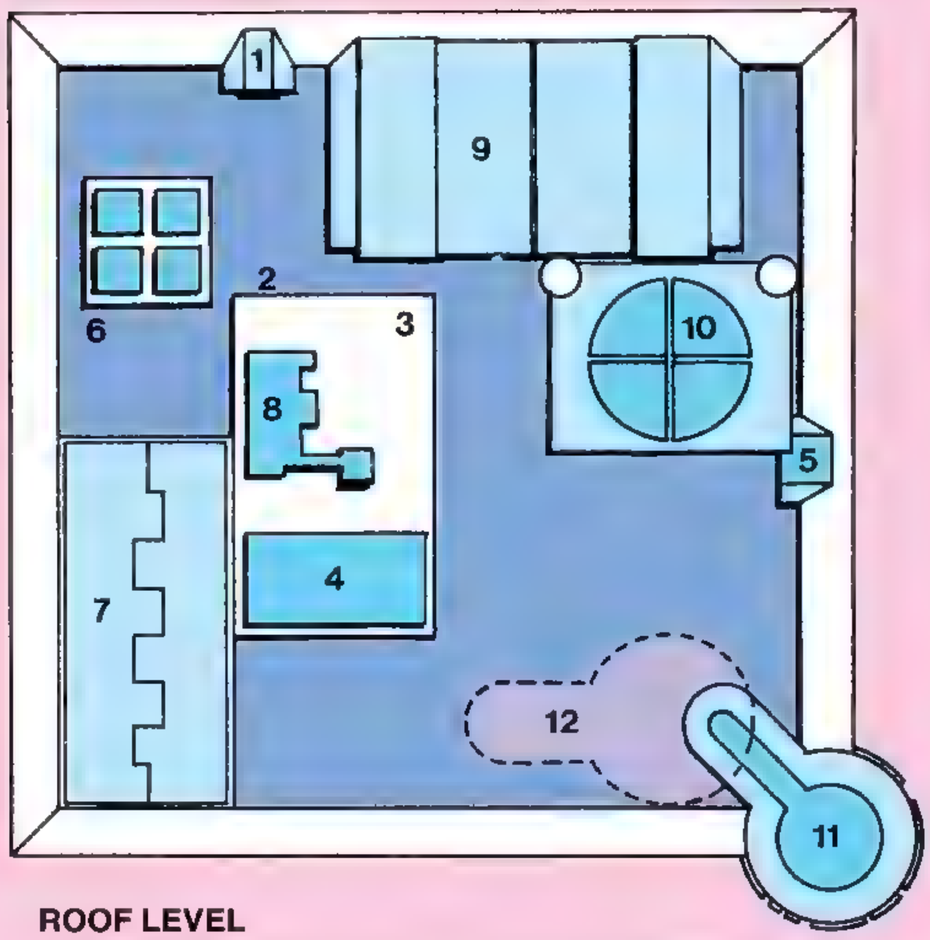
16. All-plastic turbine engines (2), static thrust: 27,000 pounds.
17. Air intake
18. Fuel supply
19. Gyroscope (pitch)
20. Gyroscope (yaw)
21. Mini-plane: light-weight, one-person jet aircraft, highly maneuverable, very efficient. In-flight docking with Fantasticar can be computer controlled.

21. Mini-plane, light-weight, one-person jet aircraft, highly maneuverable, very efficient. In-flight docking with Fantasticar can be computer controlled.

Art by Eliot R. Brown

# FANTASTIC FOUR HEADQUARTERS



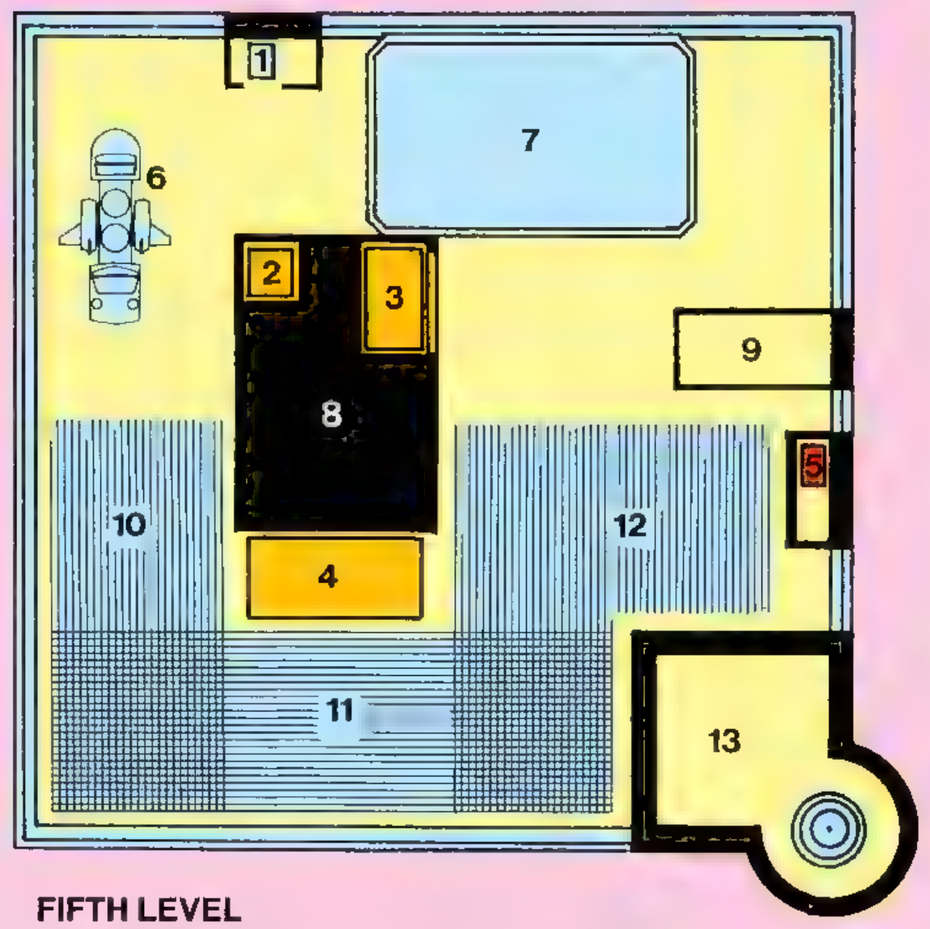

**ROOF LEVEL**
**1) Reed's elevator exit. 2,3,4) Public access, service, and heavy duty elevators' emergency exits. 5) Emergency elevator exit. 6) Phased array omni-directional radar system. 7) Vehicle maintenance "high ceiling" hatch. 8) Mechanical floor exhaust, detoxification/environmental scrubbers. 9) Hangar roof assembly, rapid opening. 10) Dome of 30" f.1 computer-enhanced prime focus, variable aspheric telescope and twin, companion all-sky cameras. 11) Modified passenger Inter-Continental Ballistic Missile silo hatch. 12) Hatch in stand-by mode.**

**The original Baxter Building was erected in 1949, built by the Baxter Paper Company and since owned by a number of other corporations, the last being Reed Richards. The building's steel frame construction utilized the first application of "K bracing" in the world and is one of the strongest structures of its kind. Originally designed to accomodate pulp re-cycling machinery to serve the mid-Manhattan area, each floor height is 24 feet. Located a few city blocks from the United Nations, Reed Richards has had to apply for many land-use zone variations to allow massive reconstruction of the top five floors and the installation of a heavily-silenced silo with a muffled rocket.**

**The design of the headquarters of the Fantastic Four is along strictly utilitarian lines, except for apartments and public areas. All aspects of the design are constantly being improved upon including security and safety, both prime considerations. For example, windows are 2-foot thick composites of various glasses and plastics which are mirrored on the outside. Solid, armored, exterior walls are also mirror-clad and are indistinguishable from transparent sections.**

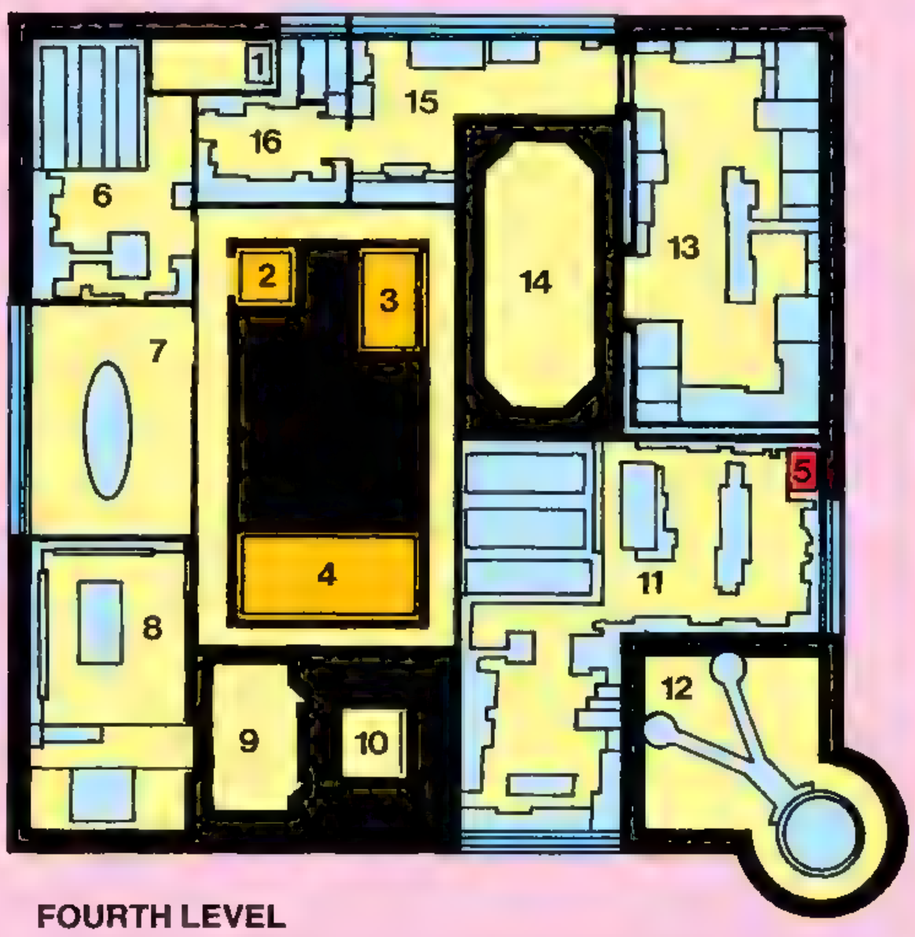
**The top five floors of the Baxter Building are completely air-tight, all doors are airlocks. Complete environmental support, including atmosphere is provided by the area between elevators 2,3, & 4 (see diagrams) on all floors. The building's steel-alloy framework is rigid enough to be stood on one corner and not deform.**

**The buffer-zone is the interface between the top five floors and the lower levels. It provides a rapid-disconnect between upper and lower segments of building. It contains an array of large oil-rams to dampen any oscillations between the five upper levels and the base of the building. The buffer-zone contains some support equipment for the upper levels, but mostly it is the "mechanical floor," which provides heating, ventilation, air-conditioning and elevator support equipment for the lower 30 stories.**

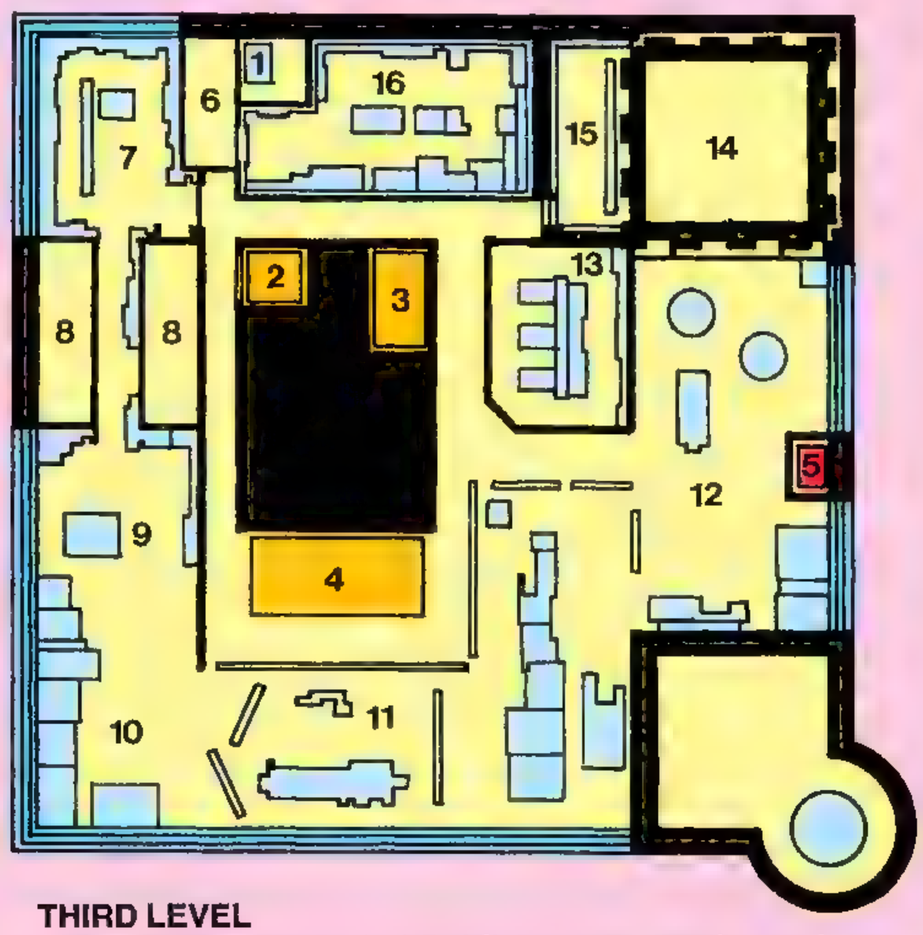



**FIFTH LEVEL**
**1) Reed's elevator. 2,3,4) Public access, service and heavy duty elevators. 5) Emergency elevator. 6) Hangar. 7) 30 x 40 launch/staging hydraulic lift platform. 8) Mechanical room, heating, ventilating and air-conditioning, water tanks, chemical tanks, fuel storage. 9)Observatory support/access. 10) Vehicle maintenance. 11) Parts storage area. 12) Rocket maintenance area. 13) ICBM component repair level.**

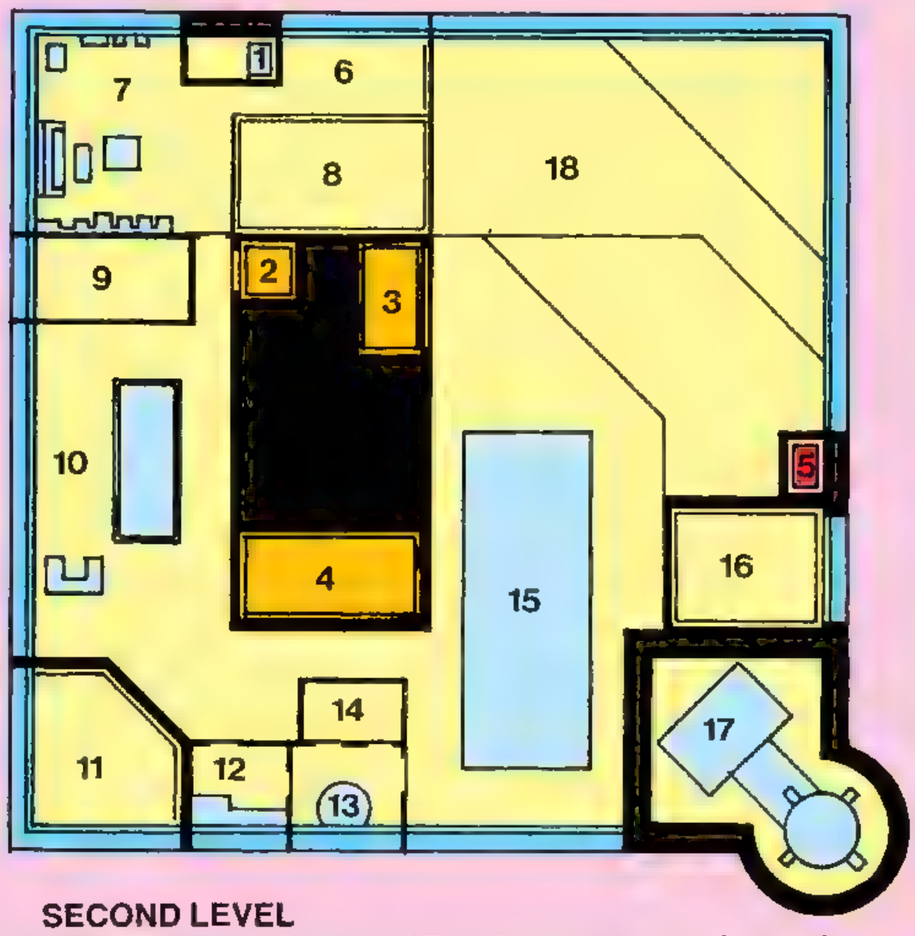
Art by Eliot R. Brown



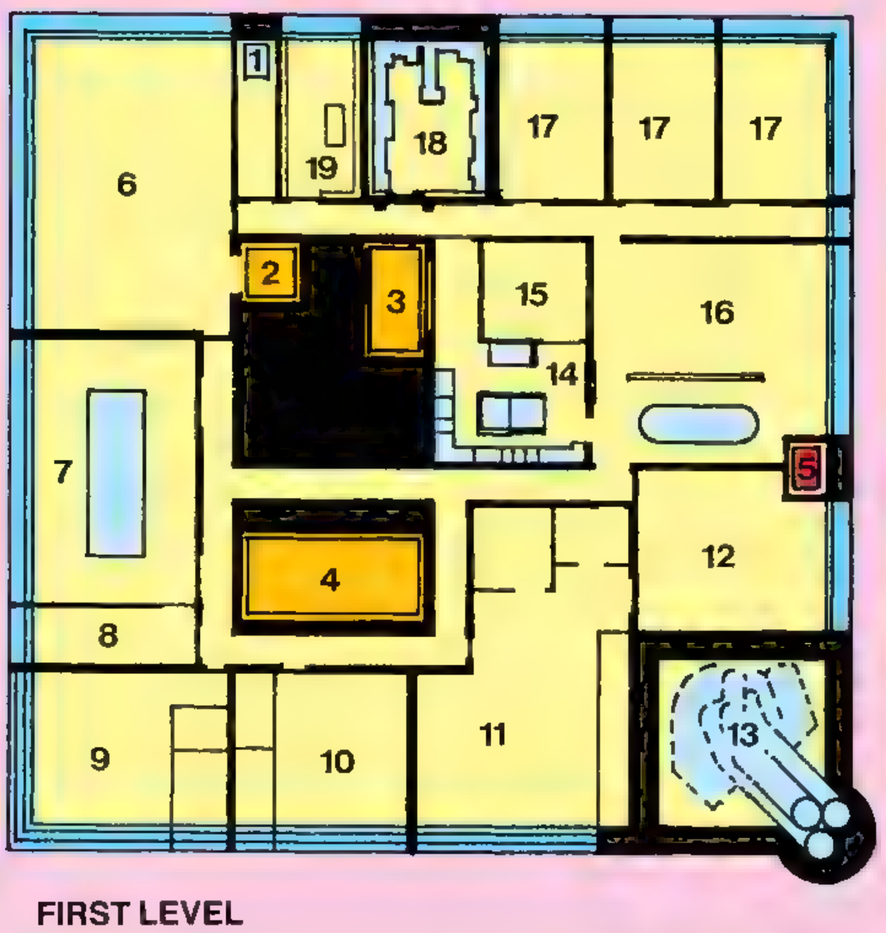

FOURTH LEVEL
1) Reed's elevator. 2,3,4) Public access, service and heavy duty elevators. 5) Emergency elevator. 6) Back-up computers, crime files. 7) Conference room. 8) De-briefing, strategic operation room. 9) Negative Zone watch station. 10) Negative Zone portal. 11) Radar/World Watch, Satellite Communications Down-Links, public communications band monitors. 12) ICBM support gantry.




THIRD LEVEL
1) Reed's elevator. 2,3,4) Public access, service and heavy duty elevators. 5) Emergency elevator. 6) Detoxification station. 7) Biology Complex. 8) Storage/pathology. 9) Chemistry/Organic Chemistry/Physics Multiplex. 10) Electro-Mechanical workshop. 11) Machine shop, Robotics, large assembly. 12) Physics research & development [variable configuration walls throughout 9 – 12]. 13) Computer Center, support for laboratories. 14) Doctor Doom's Time Machine. 15) Time Machine monitor room. 16) Medical Center, recombinant DNA specification quarantine equipped.




SECOND LEVEL
1) Reed's elevator. 2,3,4) Public access, service and heavy duty elevators. 5) Emergency elevator. 6) Visitors' gallery. 7) Recreation room. 8) Regulation Hand-Ball court. 9) Male/female locker rooms, showers, bathrooms. 10) Thing's reinforced weightlifting area. 11) Japanese garden/meditation room. 12) Sauna. 13) Hot tub. 14) Showers. 15) 40-foot swimming pool. 16) Franklin's play room. 17) ICBM base support/exhaust shunt. 18) Multi-level gymnasium.




FIRST LEVEL
1) Reed's elevator. 2,3,4) Public access, service and heavy duty elevators. 5) Emergency elevator. 6) Public reception area. 7) Formal dining hall. 8) Food preparation area. 9) Ben Grimm's apartment, bath, and storage. 10) John Storm's apartment, bath, and storage. 11) Sue and Reed Richards' apartment, bath, storage, and dressing room. 12) Franklin Richards' room. 13) ICBM exhaust ducting network and blast suppression system. 14) Kitchen. 15) Larder. 16) Informal dining area, lounge and TV area, breakfast corner. 17) Guest bedrooms. 18) Reed's computer-assisted biology r&d laboratory. 19) Reed's office.

Art by Eliot R. Brown

# FANTASTIC FOUR SIGNAL DEVICE

DESIGNED AND MANUFACTURED BY REED RICHARDS

DISPOSABLE LONG-LIVED POWER SUPPLY

INTEGRAL TRIGGER CIRCUITRY

ONE-SHOTFUEL DISPOSABLE CARTRIDGE

TRIGGER

FOLD DOWN HANDLE AND SAFETY SWITCH

SIDE VIEW

FRONT VIEW

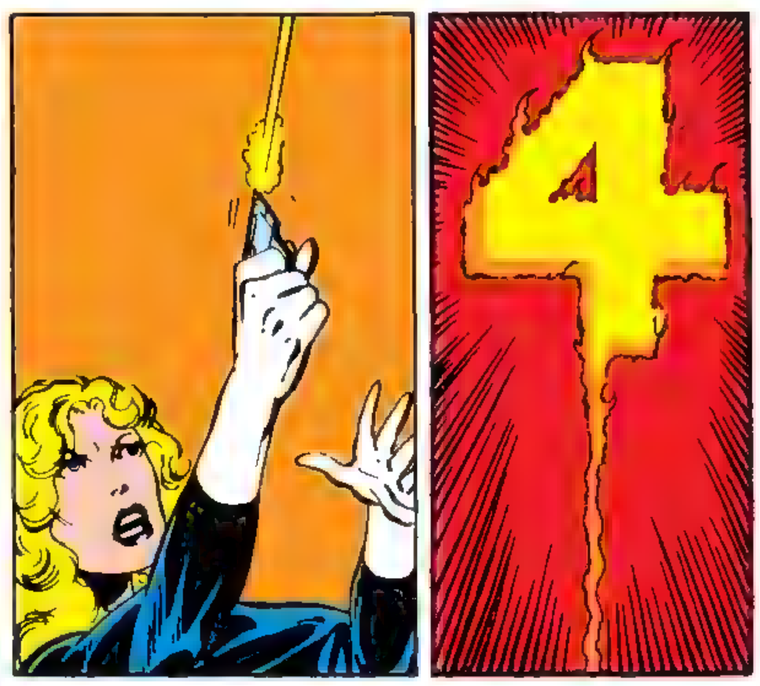
THIRD, SECOND, AND FIRST STAGE SHAPED SMOKE CARTRIDGES

CHARGE SEPARATOR AND IGNITER

STABILIZATION NOTCHES

IGNITION PIN

ARROWS SHOW DIRECTION IN FLIGHT




(FLARE GUN CAN FIRE ONLY WHEN HANDLE IS ROTATED OPEN ALL THE WAY)

Art by Eliot R. Brown

# HUMAN TORCH

**Real Name:** John "Johnny" Storm
**Occupation:** Adventurer
**Identity:** Publicly known
**Legal status:** Americn citizen with no criminal record
**Former aliases:** None
**Place of birth:** Glenville, Long Island, New York
**Marital status:** Single
**Known relatives:** Franklin Storm (father, deceased), Mary Storm (mother, deceased), Susan Storm Richards (sister), Reed Richards (brother-in-law), Franklin Richards (nephew)
**Group affiliation:** Fantastic Four
**Base of operations:** New York City
**First appearance:** FANTASTIC FOUR #1
**Origin:** John Storm, the second of two children born to a physician and his wife, grew up comfortably in suburban Long Island. Despite the fact that his mother died in a car crash when he was nine, Storm developed an interest in automobiles at an early age. Storm passed much of his leisure time in the company of auto mechanics and enthusiasts, learning to totally overhaul a car's transmissions before he was fifteen years old. For his sixteenth birthday, his father bought him his first "hot rod." While visiting his sister Susan, who had moved to California hoping to become an actress, Storm met the man who would become her fiancée, aeronautical engineer Reed Richards, and his pilot friend Benjamin Grimm. Richards was planning an unauthorized test flight of the rocket he had designed with a government subsidy. Storm's sister Susan, however, forbade Richards to make such a flight unless he felt it safe enough for her to go along. When Richards reluctantly agreed, Storm insisted that he be allowed to go as well. Sneaking onto the launch site and into the rocket, the four launched themselves into space. When they passed the base of the exosphere they found themselves in a Forbush Decline, a reduction in the extent of the magnetosphere brought on by a solar flare. This exposed them to undiminished cosmic ray bombardment. Aborting the test-flight, the four returned to Earth. Upon landing, Storm discovered that the cosmic rays had mutagenically altered his entire body, enabling him to convert to a fiery, plasma state. Calling himself the Human Torch (after the android hero of the 1940's who starred in his own comic magazine), Storm agreed to join Richards' proposed team of champions, the Fantastic Four. For the next few years before his sister married Richards, Storm lived with his sister on Long Island, trying to finish high school without letting anybody know his secret identity. After graduation, he moved into the Baxter Building in New York and like Reed Richards and Ben Grimm, allowed his identity to become public knowledge.
**Height:** 5' 10"
**Weight:** 170 lbs
**Eyes:** Blue
**Hair:** Blond
**Powers:** The Human Torch possesses the mental ability to control ambient heat energy and the physical ability to transform his entire body, or portions of his body, into a fiery, plasma-like state at will. The cells of a normal human body convert energy from foodstuffs into a form of energy usable by the body, adenosine triphosphate (ATP). Among other mutagenic changes, the cosmic ray bombardment triggered a specific genetic-code rearrangement that caused the Human Torch's ATP production sites to generate a new form of energy-containing molecule (Reed Richards has dubbed this molecule adenine ribo-heptaphosphene, AR-HP.) This complex molecule not only provides ordinary bodily energy but contains large stores of latent chemical-bonding energies. Another favorable mutagenic change are his cells' ability to utilize this extra energy by converting it into a moderate-density, plasma-like state that is regulated by a sub-conscious mental field and can be modified by an act of will. When sufficient quantities of energy are consumed, the Torch unavoidably reverts to his solid state.

When aflame, the Human Torch is enveloped by a low-intensity flame (reddish, approximately 780° Fahrenheit), which ranges from 1 to 5 inches from his body. The energy used to support this low-level plasma is small: only when the Human Torch wills his flame to a higher level does the majority of surplus energy within the AR-HP complex become involved. In its plasma state, the Torch's body is no longer solid: projectiles that are not melted pass harmlessly through his body.

The Human Torch can generate shapes composed of fire from any point on his body (he usually employs his hands to "sculpt" the flames). He can form fire into long streams, spheres, or even more complex shapes like sky-writing. These flame-objects will only retain their shape as long as he concentrates upon them. The objects will only burn for about 3 minutes before expiring unless the Torch continues to infuse it with energy The temperature of these fiery projections is generally around 2,800° (near the melting point of iron).

The Human Torch's plasma has a high hydrogen content, and is surrounded by an exuded cloud of mono-atomic hydrogen atoms. This hot cloud provides sufficient positive buoyancy for him to float. With mental stimulation of his flame, he can provide enough lift to carry around 180 pounds. By forming a jet from his feet, directed behind him, he can achieve speeds of up to 140 miles per hour.

The Human Torch is able to release all of his body's stored energy in one intense, omni-directional "nova-burst" (about 1,000,000° F), which is similar to the heat-pulse of a nuclear warhead detonation, with an area of total devastation of about 900 feet in diameter. This violent discharge uses his entire reserve of energy at once, and causes him to immediately revert to his solid state afterwards. He generally requires at least 12 hours to recover from this energy-exhausting feat

At an average rate of expenditure of energy, the Torch can maintain his plasma state for about 16.8 hours before he is forced to revert to his solid state. The Human Torch's physical condition (health, injury or exhaustion) also limits his flame's duration

The Human Torch has the ability to mentally control the ambient heat energy within his immediate environment even when not in his plasma state. He can reduce objects' temperatures to about 30° F, raise them to several hundred degrees, or extinguish open flames. His radius of influence is about 80 feet. The heat-energy he takes from the environment is absorbed into his own body and if he takes in a critical amount he will uncontrollably phase-change to his plasma state.

The Human Torch's flame is supported by the presence of oxygen, and thus is extinguished in low air-pressure, or vacuum. The Torch's flame can be inundated with smothering materials, such as water, sand, fire-fighting foam, and heat-resistant blankets. If hit with small amounts of water, up to about 5 gallons, the Torch can sublimate it to steam. More water than that would extinguish his flame, and he would have to wait until he could evaporate the residual moisture before re-ignition.

The Torch's light output is mostly in the infra-red and far infra-red region of the spectrum, and is invisible to the unaided eye. Less than 10% of the total power output is in the visible portion of the spectrum. Thus the Torch is dimmer than one would expect of so powerful an energy-source.

The Human Torch is unaffected by heat and flames, including his own, even when a part of him is plasma and the rest not. His flesh cannot be scalded or burned by any heat-source whose level is below that of his maximum output.

Art by John Byrne & Josef Rubinstein

# INVISIBLE GIRL

**Real Name:** Susan Storm Richards
**Occupation:** Adventurer
**Identity:** Publicly known
**Legal status:** American citizen with no criminal record.
**Former aliases:** None
**Place of birth:** Glenville, Long Island, New York
**Marital status:** Married
**Known relatives:** Reed Richards (Mr. Fantastic, husband), Franklin Richards (son), John Storm (Human Torch, brother), Franklin Storm (father, deceased), Mary Storm (mother, deceased)
**Group affiliation:** Fantastic Four
**Base of operations:** New York City
**First appearance:** FANTASTIC FOUR #1
**Origin:** Susan Storm, the eldest of two children born to a physician and his wife, was a teenager when she met Columbia University graduate student Reed Richards, a tenant in the New York City brownstone that her aunt owned. Enamored of the shy but handsome scientist ten years her senior, Storm promised to keep in touch with him. Graduating high school, she went to Hollywood where she tried to find work as an actress. Although she managed to get infrequent, small roles in television and commercials, she was unable to make a living. Learning from her aunt that her friend Reed Richards was also at that time living in California, Storm went to visit him at the Central City rocket center where he was working. The two began a romantic relationship and Richards used some of his personal wealth to help finance her stay in Hollywood. Eventually Storm and Richards became engaged to marry. Richards, at this time, had designed and was supervising the construction of an experimental starship. Though he managed to get authorization for his friend from undergraduate days, Benjamin Grimm, to pilot the craft, Richards was irritated that he himself was deemed too valuable by the project supervisors to be allowed to ride along on the craft's maiden flight. One night, while visited by his fiancee Susan and her younger brother John, Richards convinced Grimm to take the ship into space for an unauthorized trial run. Susan Storm tried to talk him out of his plan, believing it to be unsafe. In order to convince her that it was safe, Richards had to agree to let her and her brother accompany them. The night before the officially scheduled test flight, Richards, Grimm, and the two Storms stole onto the launch facility, entered the ship, and blasted off. Unknown to Richards, a Forbush Decline (a reduction in the extent of the magnetosphere caused by a solar flare) caused the Earth's radiation belts to be filled with intense cosmic radiation. Since the ship was not designed to provide shielding for such massive amounts of radiation, the cosmic rays bombarded the ship, irradiating the four passengers and wreaking havok with the ship's controls. Pilot Ben Grimm was forced to abort the flight. Once on Earth, the four crew members discovered that the cosmic radiation had triggered mutagenic changes in their bodies. Susan Storm discovered that she had the ability to turn invisible at will. In later months, after Richards founded the Fantastic Four, she learned to tap the cosmic energy at her command to perform other feats. Eventually she married Reed Richards and bore him a son. Susan Storm Richards is now both a full-time mother and adventurer.
**Height:** 5' 6" **Weight:** 120 lbs
**Eyes:** Blue **Hair:** Blonde
**Powers:** The Invisible Girl has the mental ability to manipulate ambient cosmic energy for a variety of effects, including the rendering of herself and other objects invisible, and the construction of solid, invisible force fields. In an as yet unknown manner, cosmic energy interacts with the cells of her entire body in such a way as to produce a new form of energy with unusual properties. By a simple act of concentration, she can cause all wavelenths of visible, infra red, and ultraviolet light to bend around her without distortion. An observer, unaware of the peculiar path light takes around her body, would have the sensation of seeing through her. So smooth and subtle is this perturbation of light that not even her outline is visible.

The Invisible Girl can also mentally project the invisible energy produced within the cells of her body in order to render other people or objects invisible. The largest volume she can as yet turn invisible at a single time is approximately 40,000 cubic feet, equivalent to a small swimming pool. She has sufficient control over her power that she can turn parts of her body selectively invisible. She is also able to make objects that have been turned invisible by other sources visible by letting her own energy projection interfere with that other method of invisibility. Further, she can make energy that is not in the visual portion of the electromagnetic spectrum visible by a similar interaction.

While the cells of the Invisible Girl's body produce a certain energy manifestation, the cells of her brain produce a different, more potent manifestation. Through concentration, she is able to project a field of psionic force which she can manipulate into a number of relatively simple forms: rectangular planes, cylinders, globes, domes, cones, etc. The complexity of the shape is limited by her ability to imagine (mentally visualize) a particular form and keep it in sharp mental focus: not even she is able to see the forms she creates. The size of a given psionic force projection is also limited by her ability to imagine. The smallest force projection she can visualize (and maintain that visualization) is the size of a marble. The largest solid force projection she can visualize and maintain is about 100 feet in diameter. She can project larger force-objects if they are hollow. For instance, she could visualize and project a dome 1 foot thick about a mile in diameter (4,700 feet) and a dome 1 inch in thickness she can project for about 3.2 miles.

Since her power is an extension of her mind and body, the Invisible Girl is affected by inertial forces acting upon her projections. Thus if a car traveling at 60 miles per hour hit a wall of her force that was 6 inches thick, unless she generated a bracing shape against a sufficiently sturdy object, she would be affected as though she were hit by the car directly. The Invisible Girl is able to control the "surface" of the field's rigidity to a certain extent. She can cause the surface of the field to be very hard, depending on its thickness (steel-like at about 2.5 feet), or as resilient as foam rubber. By making the field more resilient she is able to absorb more of the inertia of impacts within the field without having them transmitted to her body. She is also, through training, able to alter the shapes she creates while utilizing those shapes, often to absorb or deflect the force of impacts. When she creates objects or fields that are at the limit of her ability to mentally visualize, they tend to be resilient rather than rigid.

The Invisible Girl is able to use the projection of her psionic force to travel through the air. By projecting a rising column beneath her feet and simultaneously causing it to expand and topple at the same time, then creating another column that catches her, shrinks, rights itself and then repeating the process she is able to effect a zig-zag flight path. She is able to reach an average speed of about 25 miles per hour, until she becomes fatigued by the concentration, after about 4 hours.

Through constant practice and Reed Richards' computer imaging devices as an aid to her visualization, the Invisible Girl has mastered the ability to use more than one of her many invisibility and force-field powers at the same time, providing that both acts are relatively simple.

Art by John Byrne & Josef Rubinstein

# MISTER FANTASTIC

**Real Name:** Reed Richards
**Occupation:** Scientist, adventurer
**Identity:** Publicly known
**Legal status:** Citizen of the United States with no criminal record
**Former aliases:** None
**Place of birth:** Central City, California
**Marital status:** Married
**Known relatives:** Nathaniel (father, presumed dead), Evelyn (mother, deceased), Susan Storm (wife), Franklin (son), Johnny Storm (brother-in-law)
**Group affiliation:** Leader of the Fantastic Four
**Base of operations:** New York City
**First appearance:** FANTASTIC FOUR #1
**Origin:** Reed Richards, the only son of wealthy physicist Nathaniel Richards and his wife Evelyn, was a child prodigy with special aptitude in mathematics, physics, and mechanics. Taking college-level courses by the time he was 14, Richards attended several universities, among them California Institute of Technology, Empire State, Columbia, and Harvard, earning a doctorate in physics and electrical engineering by the age of 22. After serving in the armed forces for 6 years, Richards went to work on a government rocket program independent of NASA, based in Central City, California, Richards's home town. The rocket project was partially funded by major grants from Richards's father. Designing and supervising the construction of a starship, Richards was chagrined when the project supervisors would not allow him to be among the passengers on its maiden voyage, because he was too "valuable." Richards was so convinced of its safety that not only did he intend to fly aboard an unauthorized test flight, he intended to permit his fiancee Susan Storm, and her younger brother John, to fly, too. Enlisting the aid of his college friend, Benjamin Grimm, to pilot the ship, Richards and his crew stole onto the launch facility, entered the ship, and blasted off. Unknown to Richards, a Forbush Decline (a reduction in the extent of the Earth's protective magnetosphere caused by a solar flare) caused the Van Allen radiation belts to be filled with unprecedented, ultra-high levels of cosmic radiation. Since the ship was designed to shield against ordinary levels of radiation, the cabin volume was subjected to intense cosmic ray bombardment which irradiated the four passengers and wrought havoc on the ship's controls. Pilot Ben Grimm was forced to abort the flight. Once on Earth, the four crew members discovered that the cosmic radiation had triggered mutagenic changes in their bodies. Reed Richards discovered that he could become malleable and elongate his body at will. Convincing the others that they must use their new-found powers for the good of humanity, Richards named himself Mister Fantastic and their team the Fantastic Four. Richards leased, and eventually purchased the Baxter Building in midtown Manhattan, and set up the headquarters of the Fantastic Four, a team of adventurers whose activities are funded by profits from Richards's patents and royalties. Richards married Susan Storm shortly thereafter and they conceived a son, Franklin Benjamin Richards, whom they named after Susan's father and their partner, Benjamin Grimm.
**Height:** 6' 1"
**Weight:** 180 lbs
**Eyes:** Brown
**Hair:** Brown (white at temples)
**Powers:** Mister Fantastic possesses the ability to convert the mass of his entire body into a highly malleable state at will. In such a state, he can stretch, deform, expand, or compress his entire body or parts thereof into any contiguous shape he can imagine. He can extend his limbs, torso, or neck to great distances: the maximum length he can distend before his body segments become painful is about 1,500 feet. (Although he can extend discrete body parts, such as a single finger, an ear, or an eye, he seldom if ever isolates such parts in his elongations.) He can also extend his body in two directions, creating a canopy, parachute, or sheath, its thickness determined by the extent of its distention. He has compressed his body into the shape of a solid sphere, a cylinder, a cube, a toroid, and a rectangular prism: he can assume the shape of any solid that he can envision clearly, of a volume no greater than 1.7 cubic feet (a sphere about 18 inches in diameter). He can generate thin-walled shapes that enclose great volumes of space. Mister Fantastic can flatten himself to the thickness of an average sheet of typing paper (.0035 inch) or narrow himself to a diameter small enough to pass through the eye of a #10 beading needle (about .045 x .06 inches). How his body's respiration and circulatory systems function at these distorted extremes is as yet unknown. Mister Fantastic can alter his form in a matter of seconds, often much less (depending on the complexity of the shape), and revert to his normal humanoid shape within a similar time. The greater the distance he stretches or the more extended the size of the object he becomes, the weaker his overall strength becomes.

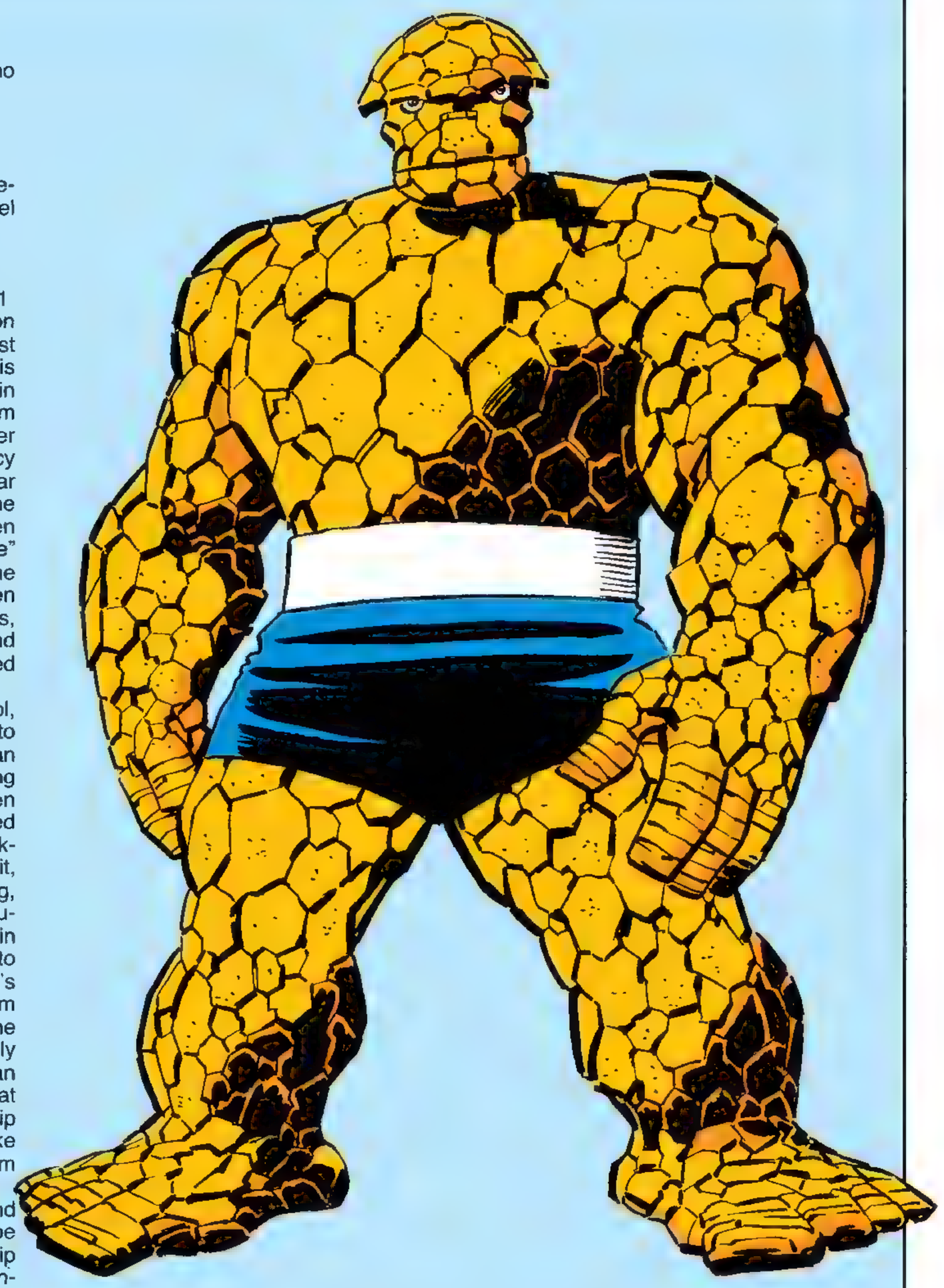
Due to the great malleability and elasticity of his molecular structure, Mister Fantastic is able to absorb the impact of any type of man-made ballistic projectile by deforming his body along the path of the projectile's trajectory at the point of initial impact. After his body absorbs the kinetic energy of a ballistic projectile's impact, he can expel the object back along its trajectory by flexing like a trampoline if he is adequately braced. He can enclose and absorb the energy of a large explosive, on the order of 8 to 12 pounds of TNT (excluding exotic, high-density explosives). Such shocks to his system are physically exhausting.

Mister Fantastic's transformation to a malleable state is reflexive and nearly instantaneous: if he was at his normal form and taken unaware by machine gun fire, his body would still absorb the bullets' impact through radical deformation. Mister Fantastic's skin is virtually impervious to laceration or punctures unless he wilfully relaxes his reflexive control over small areas of his body. In that case, scalpels and ordinary needles can penetrate his skin.

Art by John Byrne & Josef Rubinstein

# THING

**Real Name:** Benjamin J. Grimm
**Occupation:** Professional adventurer
**Identity:** Publicly known
**Legal status:** American citizen with no criminal record
**Former aliases:** None
**Place of birth:** New York City
**Marital status:** Single
**Known relatives:** Daniel (father, deceased), Elsie (mother, deceased), Daniel Jr. (brother, deceased)
**Group affiliation:** Fantastic Four
**Base of operations:** New York City
**First appearance:** FANTASTIC FOUR #1



**Origin:** Benjamin J. Grimm was born on Yancy Street in New York City's Lower East Side, where he grew up in poverty. His father, an alcoholic, was unable to maintain a job. The family's income mainly came from illegal money Benjamin's older brother Daniel brought in as leader of the Yancy Street Gang. Daniel was killed in a gang war when Ben Grimm was 8 years old. After the death of his parents several years later, Ben Grimm was put in the custody of his "Uncle" Jake, who had risen from poverty to become a successful physician. Despite Ben Grimm's resentment of Jake's success, Jake and his first wife provided a home and family environment for Ben, and enrolled him in public school.

While a senior at Stuyvesant High School, Grimm received a football scholarship to Empire State University. Grimm's freshman year roommate was Reed Richards. During their first meeting, Richards confided in Ben his plans to eventually build an advanced design rocket to travel into space. Half-jokingly, Grimm promised that if he ever built it, he would fly it for him. Upon graduating, Grimm went into the Air Force and eventually became a test pilot. Reed Richards in the meantime had made good his vow to build a spaceship (with the government's aid) and approached Grimm to remind him of his promise to pilot it. Indignant that the government would not permit him to fly aboard the test flight, Richards planned an unauthorized flight of his own. Hesitant at first, Grimm not only agreed to pilot the ship for Richards, but he also agreed to take aboard Richards' girlfriend Susan Storm and her younger brother Johnny.

The four stole onto the launch pad and blasted off into space before they could be stopped. While in high Earth orbit, the ship was subjected to an unanticipated high-level cosmic ray storm. Aborting the mission, the four returned safely to Earth only to discover that the cosmic radiation had triggered body-wide mutations in each of them. Grimm was transformed into an orange colored, thick skinned, heavily muscled "thing." Richards convinced the quartet to use their newly acquired powers for the benefit of mankind, and established the Fantastic Four. Grimm, who soon became known as the Thing, was initially appalled with his appearance, but in time he came to begrudgingly accept it. Instrumental in helping him adjust to his new form is Alicia Masters (see *Puppet Master*), a blind sculptress. The Thing remains a member of the Fantastic Four to this day, although he has left the group on numerous occasions over the years, for various personal reasons.

**Height:** 6' **Weight:** 500 lbs
**Eyes:** Blue **Hair:** None
**Unusual features:** The Thing's body is covered with an orange, flexible, rocky-textured hide. The Thing has no apparent neck and has 4 toes and fingers. The increase in volume of his fingers has not decreased his dexterity. His skin is apparently susceptible to "drying" or what in a normal human would be loss of skin oil, for his skin can be "chipped" under certain circumstances. The Thing has no outer ear structure.

**Powers:** The Thing possesses superhuman strength, endurance, and durability. The mutagenic, specific-frequency cosmic ray bombardment caused his musculature, bone structure, internal organ composition, soft tissue structure, and skin to greatly increase in toughness and density. The Thing is strong enough to lift (press) 85 tons in peak condition. He can exert himself at high levels for about an hour until the build-up of fatigue-poisons in his blood impairs his strength. His reflexes have remained at their above average human levels despite his greater mass. The Thing's lungs are of greater volume and efficiency than human, enabling him to hold his breath underwater for up to 9 minutes. The Thing's 5 senses can withstand greater amounts of sensory stimuli than he could while human, with no reduced sensitivity.

The Thing's body is able to withstand extremes of temperature from –75° to 800° Fahrenheit for up to an hour before exposure or heat prostration occurs. He can withstand the explosive effects of armor-piercing bazooka shells (15 pounds of high explosives) against his skin with no injury. He is still susceptible to colds, disease, and emotional stress.

The mutations to the Thing's body have continued to slowly progress, changing the composition of his epidermis from an abnormally dense, relatively smooth hide to a flexible, interlocking network of rock-like muscle lumps. Reed Richards has attempted to return the Thing to his human form on numerous occasions but these attempts ultimately met with failure. The Thing's appearance has stabilized during recent years.

The Thing's intelligence seems to have been completely unaffected by his transformation. He has had a great deal of experience at hand-to-hand combat.

Art by John Byrne & Josef Rubinstein

# AIR-WALKER

DECEASED

**Real Name:** Gabriel Lan
**Occupation:** Former starship captain, herald of Galactus
**Identity:** Unknown to general populace of Earth
**Legal status:** Citizen of Xandar
**Former aliases:** Nova Centurion
**Place of birth:** Xandar, planet in the Tranta system, Andromeda Galaxy
**Place of death:** Interstellar space between Sekar and Janstak systems, Milky Way Galaxy
**Group affiliation:** Former member of the Nova Corps
**First appearance:** (robot form) FANTASTIC FOUR #123, (real form) THOR #306
**Final appearance:** THOR #306 (Air-Walker died some time prior to his first appearance on Earth)
**History:** Gabriel Lan was the captain of the Xandarian explorer-ship *Way-Opener*, whose mission was to seek out and establish peaceful relationships with neighboring alien civilizations. Lan had previously distinguished himself in Xandar's military, the Nova Corps, and welcomed his appointment to an explorer-ship since he was filled with wanderlust and love of open space. Returning from his seven year tour of duty, Lan neared his home solar system when a spherical craft of an unidentified nature approached. A teleport-beam took Lan from the bridge of the *Way-Opener* and brought him aboard the spherical ship into the presence of the world-devourer Galactus. Galactus announced that he was looking for a new herald to replace the defected Silver Surfer, and having scanned Lan's mind, deemed him an appropriate candidate. Hearing Galactus's offer of vast power and unlimited travel, Lan readily accepted and was transformed by a tiny fraction of Galactus's cosmic might into the Air-Walker, second of Galactus's great heralds.

Voluntarily putting all thought of his previous life behind, the Air-Walker served Galactus faithfully for years, seeking out new worlds to suit his master's appetites. He came to befriend Galactus, and would pass long hours listening to Galactus's tales of the wonders and mysteries of the universe. One day after he had found a new world for Galactus to drain and was returning to Galactus's ship to tell him of it, the Air-Walker saw a fleet of warships in battle formation approaching. The ships contained members of the Ovoids, a highly advanced civilization, who feared Galactus's presence so close to their star system (see *Alien Races: Ovoids*). The Air-Walker launched an attack on the Ovoid fleet and was struck down by Ovoidian weaponry designed to slay Galactus himself. Because Galactus was weak from hunger, he was unable to retaliate with full force and decided to retreat from that space sector. His power still at a low ebb, Galactus could not afford to give up any of his personal energy to resuscitate the dying spark of life in his faithful herald. However, once he had renewed himself, Galactus transferred the consciousness of the herald who laid down his life for him to a perfect robotic replica. Still, there was something intangible missing from the replica, a vitality, a passion for the mysteries of space that Galactus liked in the original Air-Walker. Therefore, Galactus determined to dispatch the Air-Walker robot to Earth to reenlist his original herald, the Silver Surfer. The Surfer declined Galactus's invitation, however, and in battle with his new messenger, destroyed the Air-Walker robot. Galactus grimly abandoned both the Surfer and the defective Air-Walker robot.

The Air-Walker robot was taken into custody by robots of the Machinesmith (see *Appendix: Machinesmith*) who sought to repair the robot but could not understand its alien circuitry. The Machinesmith did manage to accidentally activate the Air-Walker's self-repair functions, however, and after several months, the Air-Walker regained its artificial consciousness. Seeking a rematch with the Silver Surfer, the Air-Walker instead attracted the attention of the thunder god Thor. Thor damaged the robot in battle, apparently destroying its self-repair circuitry. The Air-Walker's remains were taken into custody by Galactus's third herald, Firelord, a colleague and friend of Gabriel Lan, the original Air-Walker. Firelord buried the robot's remains on an asteroid in the Tranta system near Xandar, with cosmic flame marking his grave.

**Height:** 6′ 1″ **Weight:** 210 lbs. (Earth gravity)
**Eyes:** Blue **Hair:** White
**Powers:** The original Air-Walker possessed the vast cosmic power that Galactus granted to all of his heralds upon their initiation (see *Firelord*, *Nova*, *Silver Surfer*, *Terrax*). His body restructured to be a living battery for cosmic energy, the Air-Walker could utilize cosmic power for a variety of effects: heat, concussive force, magnetism, electricity, etc. Unlike most of the other heralds, the Air-Walker utilized his cosmic energy without an accompanying visible manifestation (such as Firelord's "cosmic flame"). The Air-Walker could also use his cosmic energy to rearrange molecules, although he never became adept at it as did the Silver Surfer. The cosmic energy augmented his strength, endurance, and durability. At maximum exertion, the Air-Walker could match the strength of the Thing (see *Thing*). He could use his cosmic powers to peak capacity for several Earth-months without resting before fatigue or the need to dream would begin to impair his functions. His skin was treated to be immune to virtually all the conventional rigors of space. It took a force greater than the cosmic force invested in him by Galactus to kill him. The Air-Walker did not need to eat or breathe since he absorbed life-maintaining cosmic energy through his cells.

The Air-Walker could fly through space at hyper-light velocities. While moving through planetary atmospheres, he would curtail his speed so as not to cause any catastrophic side effects. The Air-Walker did not employ such conveyances as the Silver Surfer's surfboard or Firelord's baton in order to travel; he apparently traveled and navigated by his own power.

The Air-Walker robot replicated all of the original's powers to approximate levels. It was endowed with automatic self-repair circuitry in its chest cavity, capable of functioning as long as .35 of the total system was intact. The robot's power source was in its fiery cloak, apparently some form of cosmic energy receptor.

**Paraphenalia:** The Air-Walker robot employed a golden trumpet-like device to summon Galactus. Apparently the horn emitted some sort of hyper-spatial signal. When the robot first appeared on Earth it was mistaken for the Biblical archangel due to its imposing appearance, its "horn," and the coincidence that the Air-Walker's first name was also Gabriel.

Art by Jerry Ordway & Josef Rubinstein

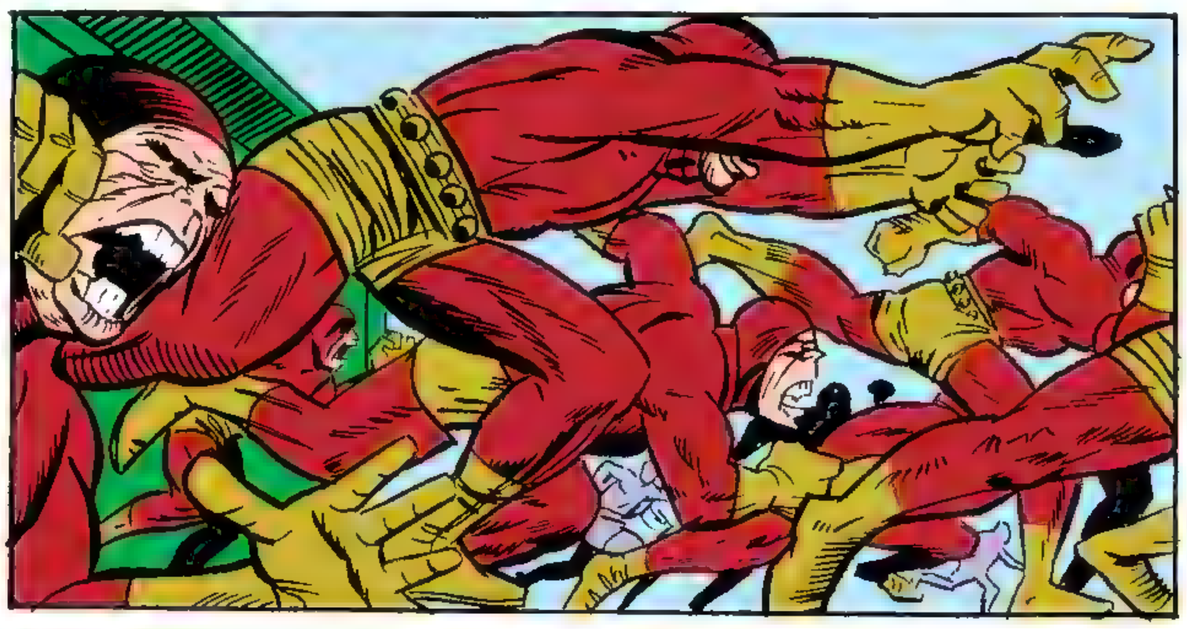
# 4

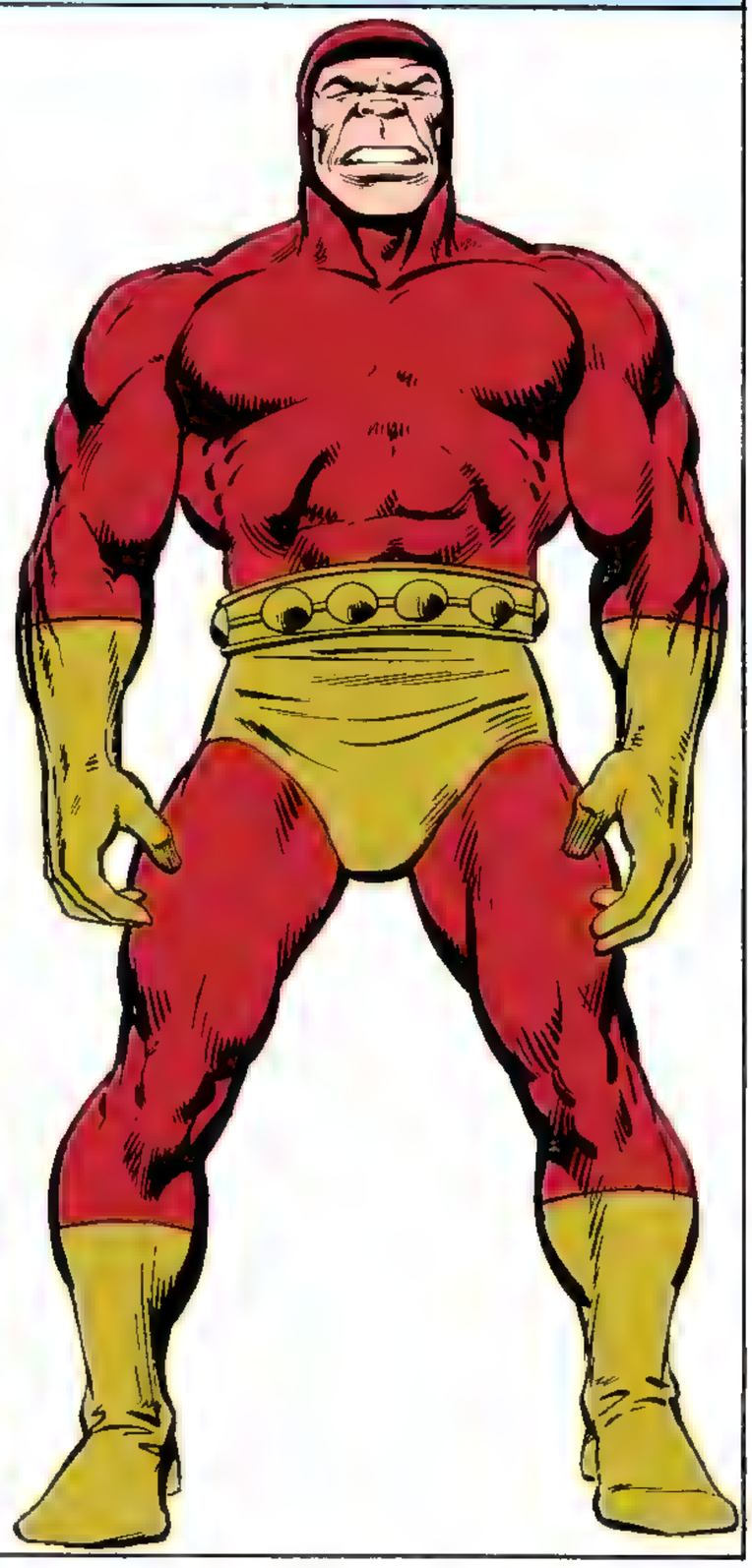
## ALPHA PRIMITIVES

The Alpha Primitives are a race of sub-human worker drones once employed by the Inhumans to perform manual labor and menial tasks. They came into existence about four thousand years ago when the geneticist Avadar convinced the ruling Council of Genetics that a new servant race would free the Inhumans from the need to toil for subsistence, so all could devote themselves to the pursuit of knowledge. Avadar bioengineered the prototype of the Alphas, and within a decade five hundred Alpha Primitives were bred to perform all of the support services for the entire city of Attilan: sanitation, food production, manufacturing and so forth.

The Alpha Primitives are basically docile creatures with simple thoughts and emotions. They are all the same neuter sex, preventing them from procreating naturally. Cloning is the sole means by which they may propagate. Each Alpha is exactly like every other. They are all five foot seven inches tall, have green eyes and hairless bodies. They are slightly superior in strength to the average human being, being able to lift (press) approximately 1000 pounds. They work eighteen hours a day, and sleep the other six. They have no culture or need for recreation. They have been taught to speak and understand the basic vocabulary of a six year old human being. They have a life expectancy of forty-two years.

In recent years, the Alpha Primitives have been emancipated from their labors and set free to live as they please in the sub-city beneath Attilan. Having no culture and no knowledge of recreation, many of them have gone about their tasks as usual, despite their freedom. Since it is now illegal to clone replacement Alpha Primitives, their ranks are dwindling. Inhuman missionaries have been sent beneath the city to tutor the Alphas and administer to their welfare.





Art by John Byrne & Terry Austin

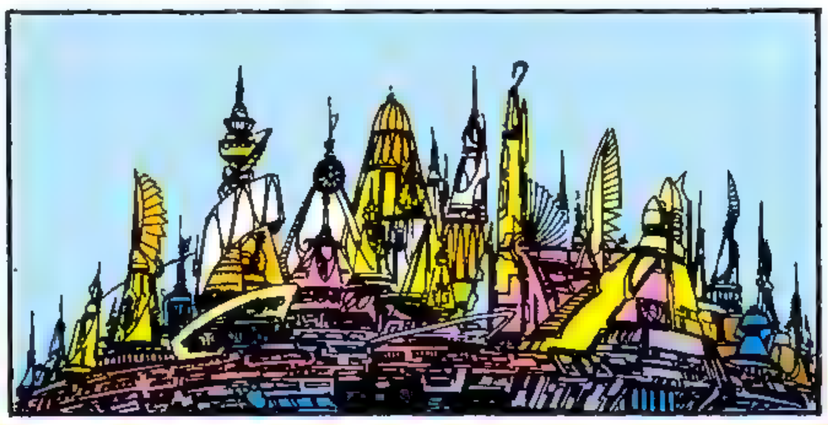
# ANNIHILUS

**Real Name:** Annihilus
**Occupation:** Megalomaniac
**Legal status:** Citizen of Arthros, planet in the Negative Zone. His existence is not known to the general public of Earth.
**Place of birth:** Planet of Arthros, Sector 17A, Negative Zone
**Known relatives:** Annihilus is a unique entity.
**Group affiliation:** None
**Base of operations:** Sector 17A of the Negative Zone (as charted by Reed Richards).
**First appearance:** FANTASTIC FOUR ANNUAL #6
**Origin:** Untold years ago, voyagers from the world Tyanna in the Negative Zone set forth to seed the barren worlds of the Zone with life spores they bioengineered. One of the Tyannan ships crashed upon a barren volcanic world, and the dying voyagers set free all of their life spores as their final act. One of the spores was an insectoid being who possessed great mutated intelligence. Dicovering the Tyannan ship, the being who would become Annihilus stumbled upon a knowledge transference helmet and learned of the history and accumulated knowledge of the beings who bioengineered him. Using that knowledge, Annihilus grew in strength and intelligence and created the Cosmic Control Rod from the canisters that held the life spores and the technology of the ship. He used his newly acquired power to become master of the menagerie of beasts with whom he shared the planet, and soon he set forth to conquer the neighboring worlds of the Negative Zone.
**Height:** 5' 11"
**Weight:** 200 lbs
**Eyes:** Green
**Hair:** None
**Skin:** Green
**Powers:** Possessing a highly evolved chitinous exoskeleton, Annihilus is able to withstand external pressures of up to 1,500 pounds per square inch, or pressure equal to that 3,250 feet below the ocean surface. He is able to breathe at a low activity level for up to a year in the void of interplanetary space by storage and efficient conversion of oxygen molecules. He possesses great physical strength, able to lift (press) up to 50 tons. He possesses slightly greater than human-level intelligence, but has access to the technology of a highly advanced civilization. He possesses the ability to fly by his scalloped wings at a speed through the atmosphere of up to 150 miles per hour. He is capable of even greater speeds in the airless void of space, but there his source of propulsion is the Cosmic Control Rod.
**Weapons:** Annihilus's major weapon is his Cosmic Control Rod, a six inch long, two inch diameter cylinder that contains the essence of the Tyannan starship's stardrive. Harnessing the power of the Cosmic Control Rod by cybernetic micro-circuitry, Annihilus is able to wield vast amounts of cosmic energy. This energy can be made to alter the atomic structures of matter into new configurations, or to shoot energy beams with the maximum power of ten megatons of TNT.

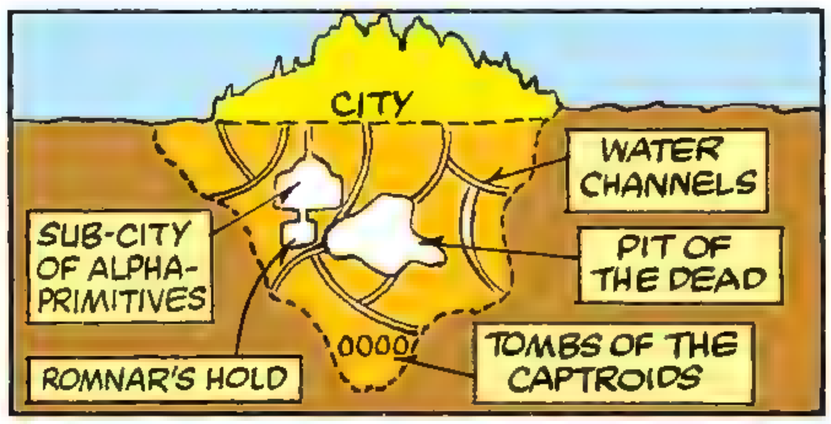
Annihilus possesses other secondary weapons and vehicles created by cannibalizing the Tyannan starship. These include energy pistols and flying tank-like gun ships.

Art by Luke McDonnell & Josef Rubinstein

# ATTILAN, HOME OF THE INHUMANS

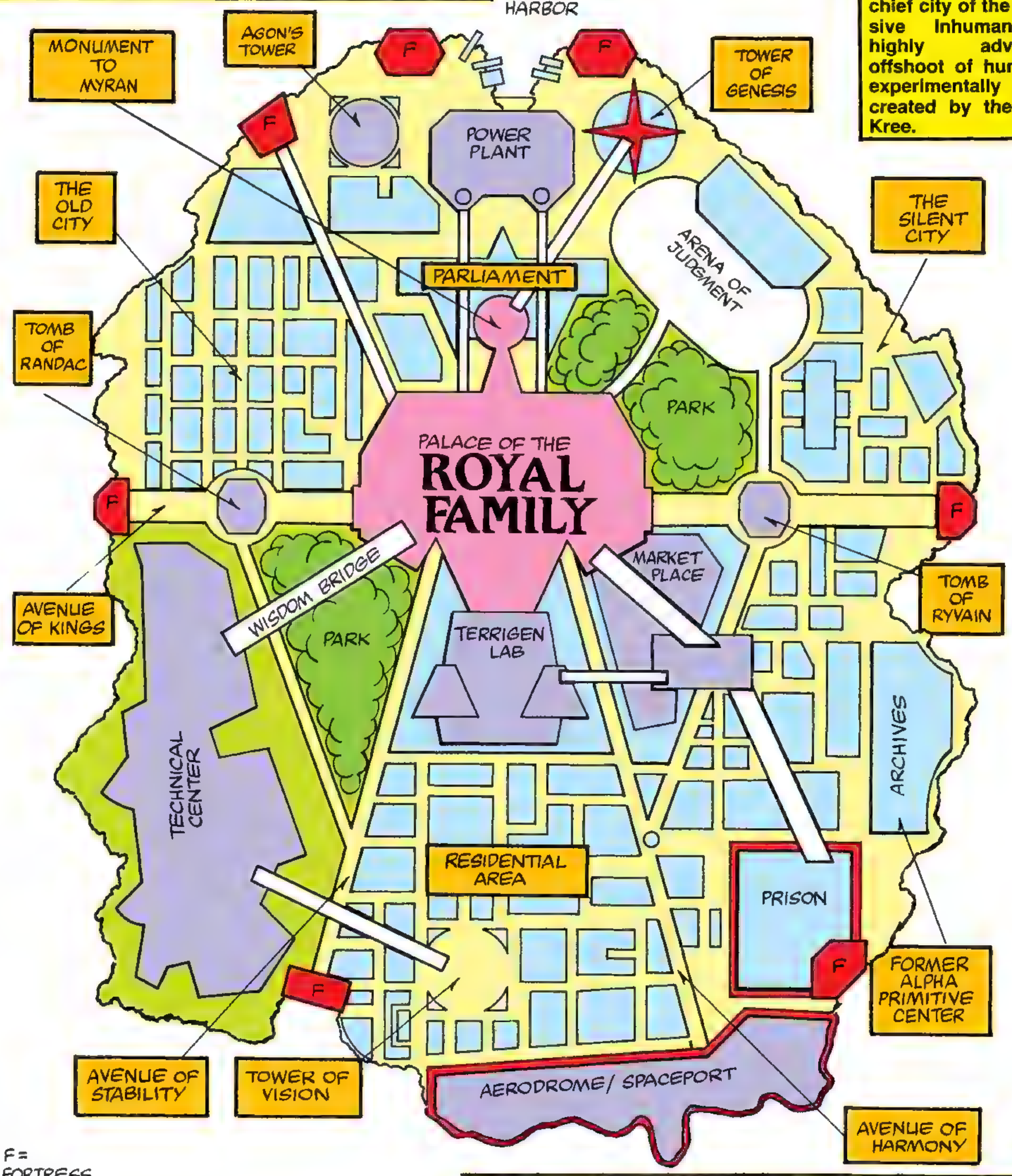


Founded by King Myran approximately seven thousand years ago, the city of Attilan was built on an island in the Northern Atlantic, located about two hundred miles southwest of Iceland.




SIDE VIEW

Since its founding, Attilan has been the chief city of the reclusive Inhumans, a highly advanced offshoot of humanity experimentally created by the alien Kree.




In the 1950's the entire island complex was moved by Inhuman technology to a remote valley in the Himalayan Mountains so it could be better hidden from the outside world. There it became known as the Great Refuge. The city of Attilan has since been moved to the Blue Area of Earth's moon, near the outpost of Uatu the Watcher.

Art by Peter B. Gillis & Eliot R. Brown

# BLACK BOLT

**Real Name:** Unrevealed
**Occupation:** Monarch of Inhumans
**Legal status:** Citizen of Attilan
**Identity:** Secret
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Single
**Known relatives:** Agon (father, deceased), Rynda (mother, deceased), Maximus (younger brother), Medusa, Crystal, Gorgon, Karnak, Triton (cousins)
**Group affiliation:** Royal Family of the Inhumans
**Base of operations:** Attilan, Blue Area, Earth's moon
**First appearance:** FANTASTIC FOUR #46
**Origin:** Black Bolt was born to two of Attilan's top geneticists, Agon, head of the ruling Council of Genetics, and Rynda, director of the Prenatal Care Center. Subjected to the DNA-altering Terrigen Mist while still an embryo, Bolt was born with strange powers surpassing even the Inhumans' norm. As an infant, he demonstrated certain energy-manipulative abilities that he was not yet in control of, particularly that of producing quasi-sonic energy of great destructive potential. To protect the community, he was placed inside a sound-proofed chamber and given an energy-harnessing suit. There he was schooled in the art of controlling his powers until the age of nineteen, when he was permitted to enter society. A month after being awarded his freedom, Bolt discovered his younger brother Maximus in the process of making a treacherous pact with emissaries of the alien Kree race. (The Kree tampered with the Inhumans' natural evolutionary path several millennia ago allowing them the capacity for benevolent mutation.) Attempting to stop the Kree ship before it escaped, Bolt used the forbidden power of his quasi-sonic voice to rock the ship out of the sky. When the ship crashed to Earth, it landed on the parliament building, killing several key members of the Council of Genetics, including his parents, Agon and Rynda. Maximus, too, was forever changed by the experience: the reverberations of his brother's shout affected his sanity and suppressed his nascent mental powers. Despite his guilt and silent protests, Black Bolt was obligated to accept the mantle of leadership of the Inhumans at the age of twenty.

**Height:** 6' 2" **Weight:** 210 lbs
**Eyes:** Blue **Hair:** Black

**Powers:** Black Bolt has a vast array of superhuman powers stemming from his ability to harness free-floating electrons. The speech center of Black Bolt's brain contains an organic mechanism able to generate an as yet unknown type of particle which interacts with ambient electrons to create various effects, determined by mental control. The most devastating of the effects is Black Bolt's quasi-sonic scream. Because his electron-harnessing ability is linked to the speech center of his brain, any attempt to use his vocal cords – from the merest whisper to a full scream – triggers an uncontrollable disturbance of the particle/electron interaction field. This results in a shock wave equivalent, at maximum force, to that caused by the detonation of a nuclear weapon. A whisper has generated sufficient force to rock a battle ship, while a scream can reduce a mountain to rubble.

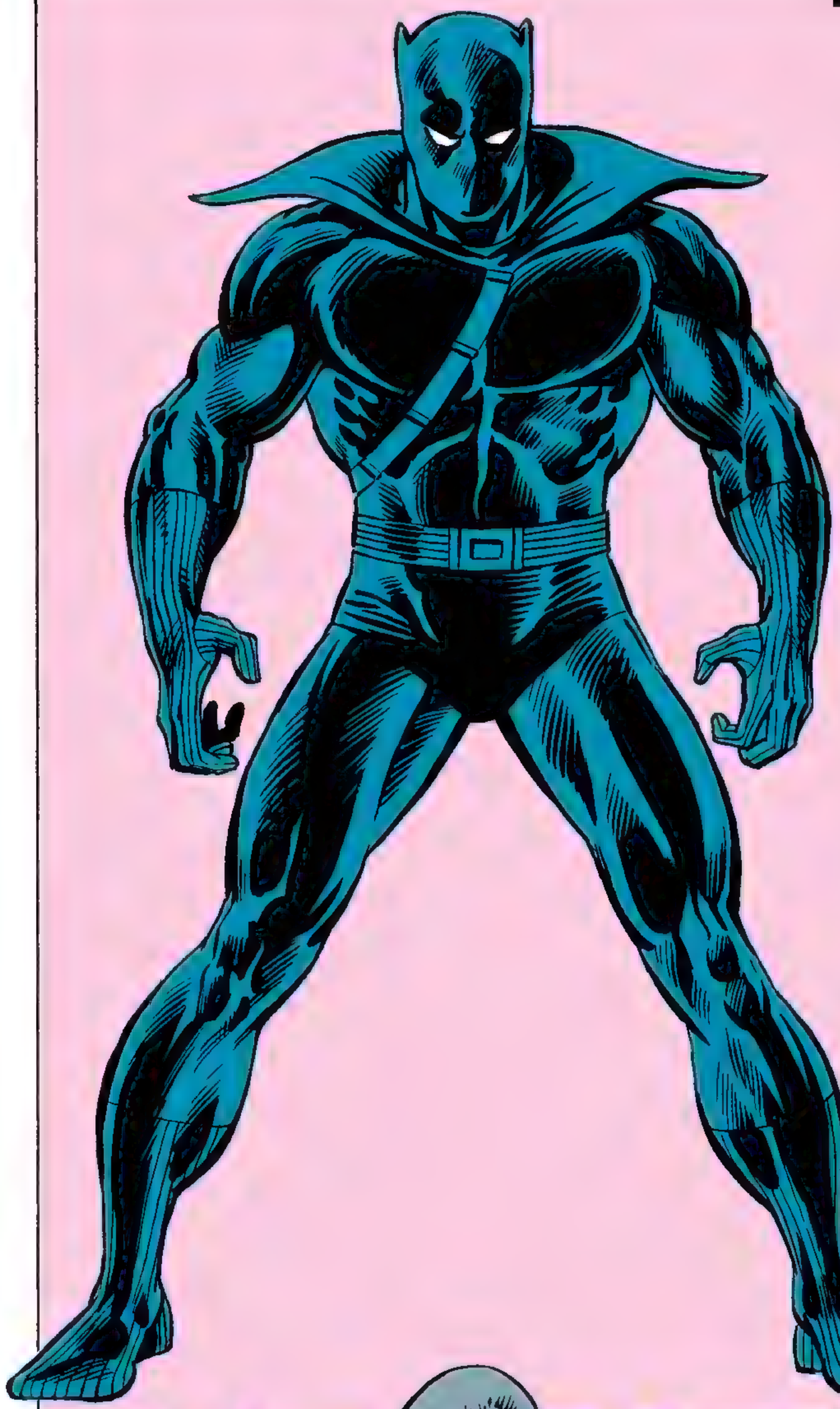
The fork-shaped antenna that Black Bolt has worn since childhood upon his brow enables him to channel his power in more directed, less destructive ways. The antenna monitors his brain's speech center activity and allows him to direct limited quantities of the unknown particle to create a number of controlled phenomena. He can channel this energy inwardly to enhance his own body's speed and strength. Unenhanced, Black Bolt is capable of lifting (pressing) approximately 400 pounds. With his strength augmented by increased electron activity in the molecular interactions within his muscles, tendons and bones, he can lift a thousand times that. His natural speed can be heightened by a factor of ten, the limit of his nerves' ability to transmit signals. Black Bolt is capable of channeling all available energy into one arm for one powerful punch called his Master Blow. This exertion taxes his body's ability to employ the particle/electron energy to its limit and renders him extremely vulnerable following its use.

Black Bolt is also able to direct the unknown particle outward in ways other than by means of his vocal cords. He can rapidly route particle/electron energy through his arms to create relatively small concussive blasts. He can form a field of highly-active electrons around him with the wave of a hand, said field capable of deflecting projectiles with masses of up to 475 pounds and velocities of up to 140 miles per hour. He is able to create particle/electron interaction fields solid enough to be traversed upon, though this phenomenon is a particularly difficult and exhausting one. He can use these electron fields as extra-sensory probes which are highly sensitive to other electromagnetic energy phenomena. He can even manipulate his electron field to jam certain electrical mechanisms.

Black Bolt can also harness the unknown particles his brain generates to interact with electrons to create anti-gravitons that enable him to defy gravity. He can levitate objects that weigh up to 1 ton by surrounding them with anti-gravitons. By emitting a jet of rapidly moving particle/electron interaction by-products while enveloped by anti-gravitons, Black Bolt is capable of flying at great speeds. He is able to fly up to 500 miles per hour for a period of 6 hours before his brain begins to tire appreciably from the effort.

His Inhuman physiology imbues him with slightly superhuman physical attributes. Inhuman life-spans average 120 years (compared to 73 for humans) because their genetic structure is somewhat more durable and efficient than human.

Art by Mike Zeck & Josef Rubinstein



# BLACK PANTHER

**Real Name:** T'Challa
**Occupation:** King of Wakandas, scientist
**Legal status:** Wakandan citizen
**Identity:** Publicly known
**Former aliases:** Luke Charles
**Place of birth:** Wakanda, Northern Africa
**Marital status:** Single
**Known relatives:** T'Chaka (father, deceased), N'Yami (mother, deceased), Khanata (cousin), Joshua Itobo (cousin), Ishanta (cousin), Zuni (cousin), Jakarra (half brother)
**Group affiliation:** Avengers (inactive)
**Base of operations:** Wakanda and Wakandan Embassy in New York City
**First appearance:** FANTASTIC FOUR #52
**Origin:** When T'Chaka, king of the African nation of Wakanda, was slain by Ulysses Klaw, a lawless American ivory hunter who sought to possess Wakanda's vibranium mine, T'Chaka's adolescent son T'Challa swore vengeance. The young boy succeeded in thwarting Klaw's raid and driving him off. He was then sent off to be educated at the finest schools in Europe and America. T'Challa returned to his homeland with a degree in physics to assume the mantle of leadership. He was given two tests: to triumph against six of Wakanda's greatest warriors in unarmed combat and to obtain the secret heart-shaped herb that grants great physical strength and heightened senses. T'Challa passed the tests and donned the ceremonial garb of the Black Panther, the totem of the Wakandan people. As the Black Panther, T'Challa has both protected his land from outside invaders and led his small nation into greater industrialization and wealth.

**Height:** 6' **Weight:** 185 lbs
**Eyes:** Brown **Hair:** Black

**Powers:** The Black Panther's natural strength, speed, agility, endurance, and senses have been heightened to a nearly superhuman degree by the sacred heart-shaped herb found in the hidden plateau near Wakanda. The Panther is stronger than an Olympic-class weightlifter, able to lift (press) approximately 800 pounds. He is faster than an Olympic-class runner, able to sprint at speeds up to 35 miles per hour. His endurance is about double that of an Olympic athlete. His agility is equal to that of the most accomplished circus acrobat, and he is particularly adept at brachiation (using one's arms to swing from branch to branch) through the jungle. His powerful leg muscles enable him him to clear approximately 10 feet in a standing high jump, and 15 feet in a standing broad jump.

His senses are highly acute. He can see in near total darkness because his vision extends into the infra-red region of the spectrum. His visual acuity in normal light is far superior to the average human being: he can see at 20 feet what most people see at 5 feet. His hearing is so sensitive that through concentration he can hear an acoustic pressure of 10 deciBels (whereas most human beings can only hear 30 dBs). He can locate the direction of a sound to within a few degrees. His sense of smell is as acute as a jungle cat's: once he identifies his quarry's spoor, he can follow it to its source. His senses of taste and touch are also superior to the average human's, but not as much as his sight, hearing and smell.

The Panther is a masterful natural fighter. His fighting style does not belong to any established martial arts discipline, but incorporates acrobatics and a number of cat-like stances, moves and blows.

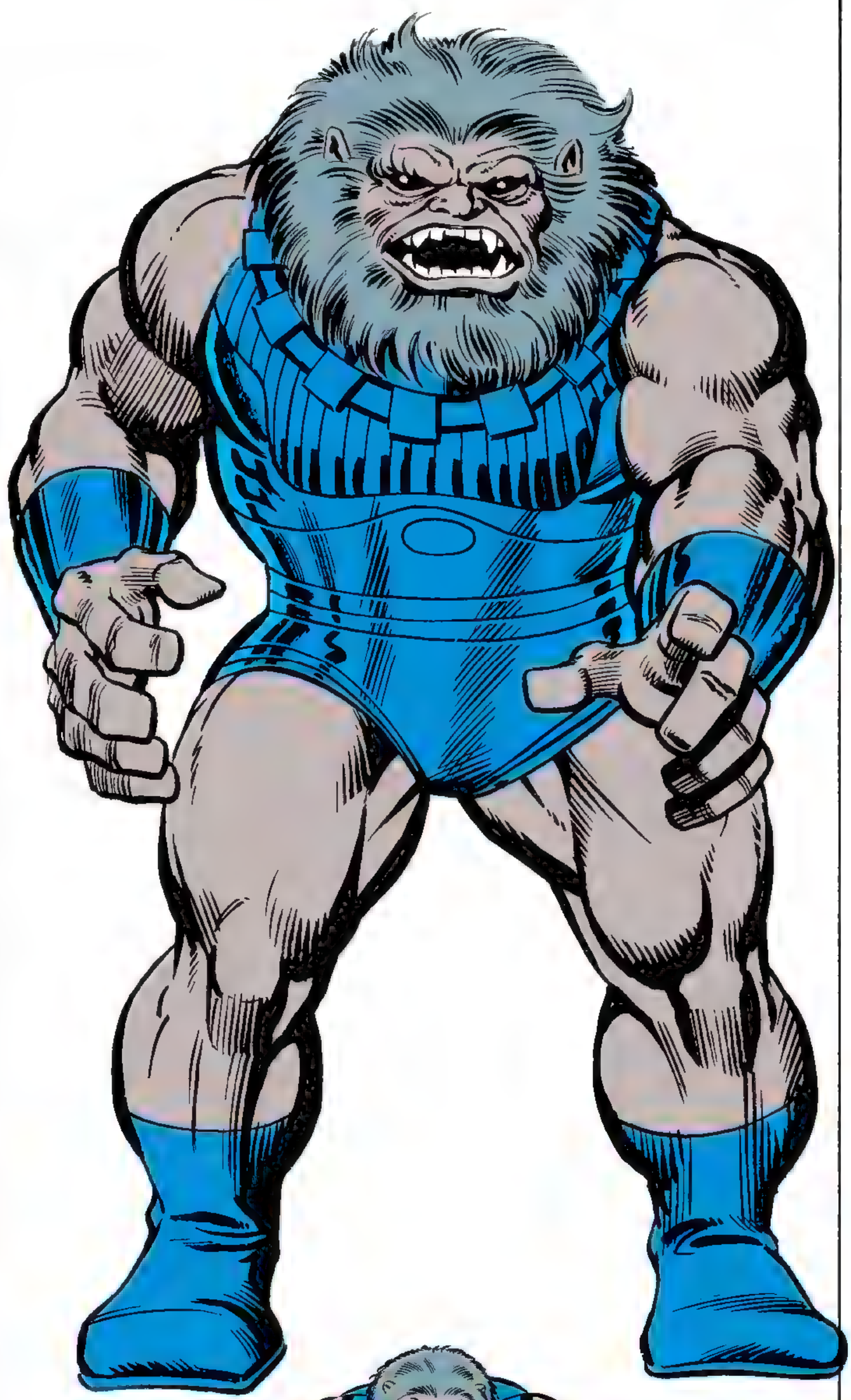
Art by Keith Pollard & Josef Rubinstein

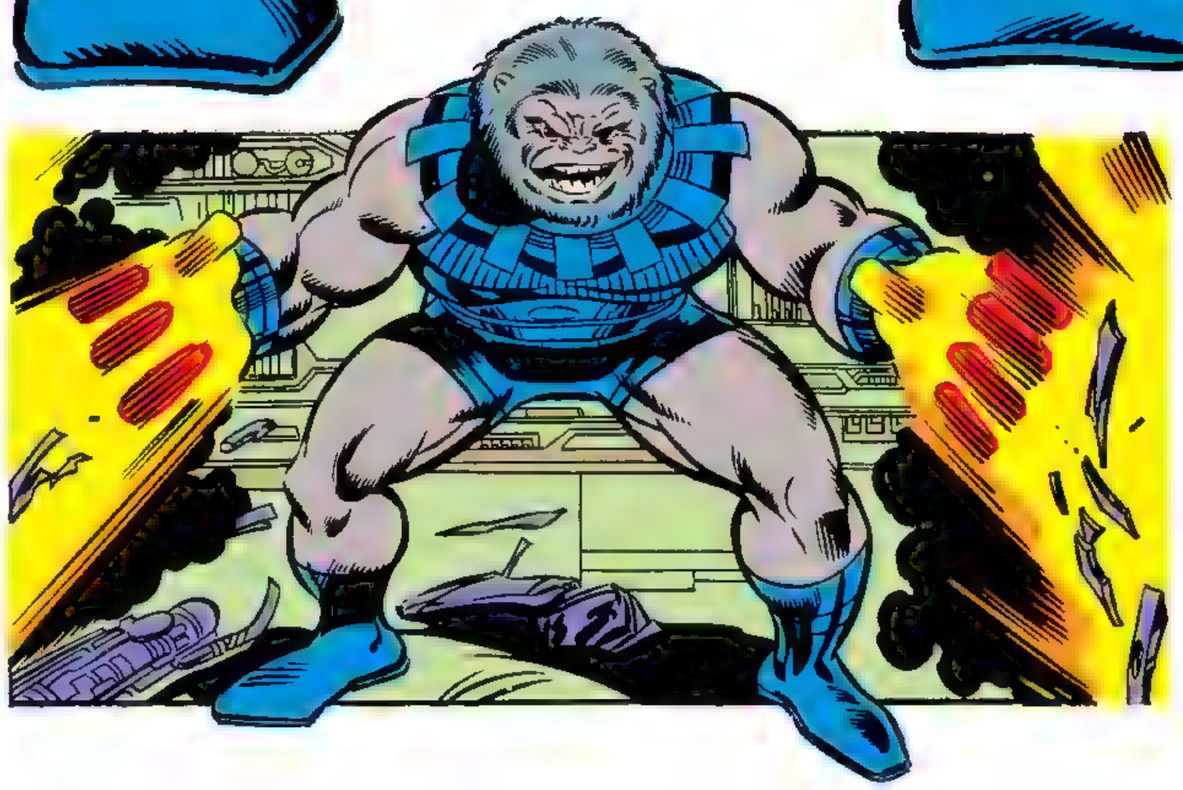
# BLASTAAR

**Real Name:** Blastaar
**Occupation:** Renegade
**Legal status:** Monarch of Baluur, a planet in the Negative Zone. His existence is not commonly known to the general public of Earth
**Place of birth:** Baluur, Sector 56–D of the Negative Zone (as charted by Reed Richards)
**Marital status:** Married to Nyglar (now deceased)
**Group affiliation:** None
**Base of operations:** Negative Zone
**First appearance:** FANTASTIC FOUR #62
**Origin:** Blastaar was the king of the planet Baluur in the anti-matter universe called the Negative Zone. He ruled ruthlessly for years until his subjects rose against him and imprisoned him in an adhesion suit set adrift in the Debris Belt. When Reed Richards of Earth was stranded in the Zone, Blastaar followed him back through the portal to Earth. Though driven back to the universe from which he came, Blastaar remains a deadly threat to Earth.
**Height:** 6' 6"
**Weight:** 520 lbs
**Eyes:** Grey
**Hair:** Grey
**Skin:** Grey
**Powers:** Blastaar's major power is the ability to generate enormous quantities of fast neutrons via heavy lepton/baryon particle interactions within his body, which he can release at will through his fingertips. There appears to be no limit to the duration of this medium fusion reaction, and he is able to release a maximum energy of 150,000 watts, or about 110,000 foot pounds per second, sufficient force to make a 6 inch diameter hole in 2 inch thick titanium-overlayed steel in .1 second. The maximum range of his blasting power, limited by his inability to finely focus his beams of energy, is about 1,000 feet. Beyond that limit, the blasts have less of a concussive effect.

By carefully releasing a steady stream of blasts from his fingertips, Blastaar can propel himself though the air in the manner of a nuclear-engined rocket. He is able to generate sufficient propulsion to reach Earth's escape velocity (25,000 miles per hour) and can remain in flight almost indefinitely.

Blastaar possesses a number of superhuman physical attributes. Blastaar has superhuman strength, endurance, and resilience. He is able to lift (press) up to 50 tons. The nuclear energy that courses through his body makes him virtually tireless. His body can withstand extreme variations in temperature (from 200° below zero to 11,000° Fahrenheit), pressure (from 0 to 10 Earth atmospheres). His skin is strong enough to withstand the impact of projectiles up to .30 armor-piercing machine gun bullets. He can survive for weeks without nourishment and can survive in airless space for months by willing himself into a state of hibernation.





Art by Al Milgrom & Josef Rubinstein

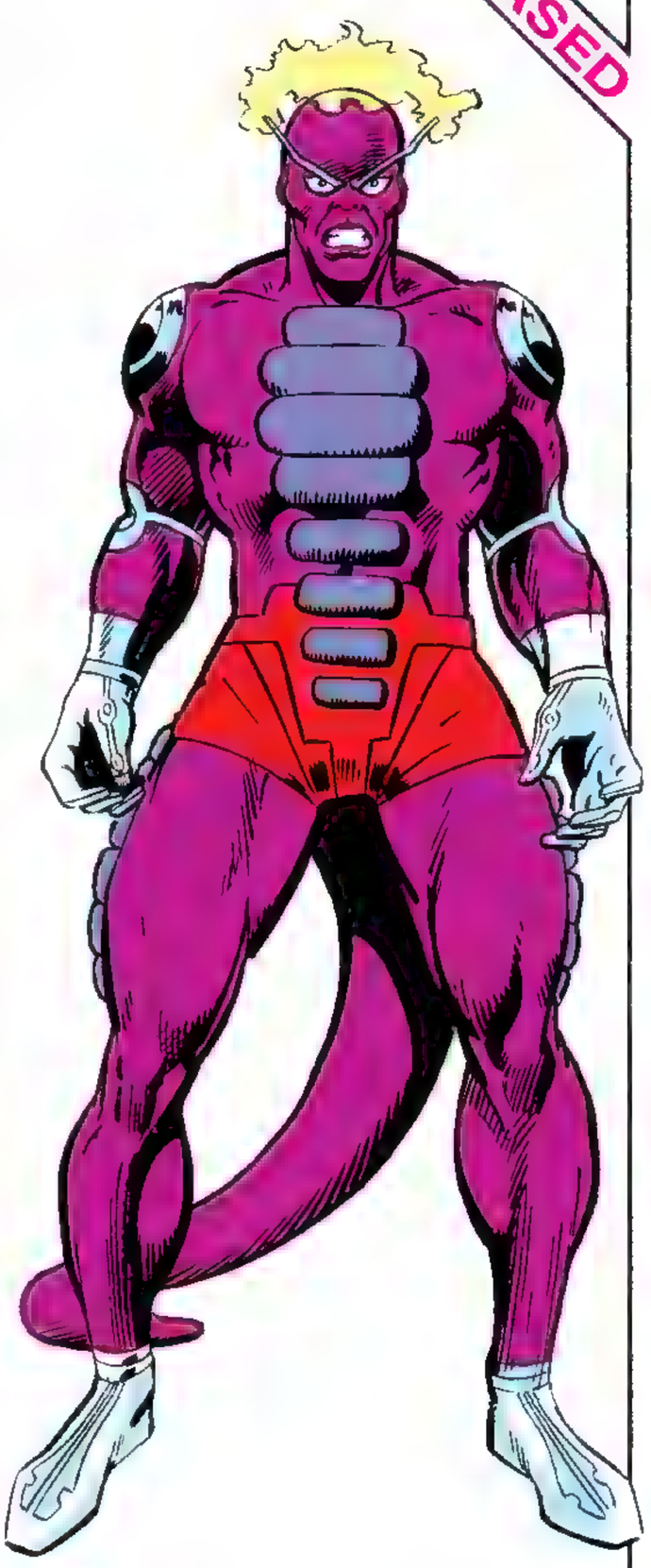
# CRYSTAL

**Real Name:** Unrevealed
**Occupation:** Wife and mother
**Legal status:** Citizen of Attilan
**Identity:** Publicly known
**Former aliases:** Briefly mistaken for the goddess Ixchel
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Married
**Known relatives:** Pietro Maximoff (Quicksilver, husband), Luna (daughter), Medusa (sister), Black Bolt, Karnak, Gorgon, Triton, Maximus (cousins), Quelin (father), Ambur (mother)
**Group affiliation:** Royal Family of the Inhumans, former member of the Fantastic Four
**Base of operations:** Attilan, Blue Area of the Moon
**First appearance:** FANTASTIC FOUR #45
**Origin:** Crystal was the second child born to the Inhuman nutritionists Quelin and Ambur. Her father Quelin was the brother of Rynda, wife of Agon, king of the Inhumans, and as such she was considered part of the Royal Family of Attilan. Like her older sister Medusa, Crystal was subjected to the Terrigen Mist when she was an infant, and the process endowed her with certain mental powers.
**Height:** 5' 6" **Eyes:** Green
**Weight:** 110 lbs **Hair:** Red
**Powers:** Crystal possesses the ability to mentally control the four basic "elements" of nature: fire, water, earth, and air. She does so by means of a psionic interaction with the substances on a molecular level. By controlling oxygen molecules she can cause fire to spontaneously ignite or she can douse any oxidizing flame by altering the ionization potential of the outer electron shells of oxygen atoms. (Thus, she can only affect valent bonding properties and not inner nuclear forces, rendering her unable to initiate or affect fission or fusion.) She can join hydrogen and oxygen molecules to create rain, summoning these molecules from a volume of atmosphere within a radius or approxi mately two miles. Further, she can control the movement of water to a certain extent, via manipulation of inter-atomic van der Wall's forces controlling surface tension, divining water from the ground and causing it to flow in designated directions. There is a limit to the volume of water she can control, a maximum of approximately 2,000 cubic feet (about 15,000 gallons). Thus, she cannot change the course of rivers or cause the sea to part. She can control the various substances that make up common bedrock (earth: iron, granite, shale, limestone, etc.), creating seismic tremors of up to 6.7 on the Richter scale (greater if tectonic plate fault lines are nearby: 9-10 on the Richter scale) by causing a sudden shifting of the earth. The maximum volume she can affect at once is $1.8 \times 10^8$ cubic feet (approximately $\frac{1}{800}$ of a cubic mile). She can also control oxygen atoms and oxygen-containing molecules to create atmospheric disturbances of various kinds. By intermingling air with earth she can cause a dust-storm, air with water a typhoon, and air with fire a firestorm. She is able to create a wind of tornado intensity, approximately 115 miles per hour. She is able to sustain a certain elemental phenomenon for approximately one hour before her mind begins to tire. She can also create any number of effects in succession for about forty-five minutes before she begins to tire appreciably.

Art by John Byrne & Josef Rubinstein

# DARKOTH

DECEASED



**Real Name:** Desmond Pitt
**Occupation:** Former major in the United States Air Force, former test pilot, former operative of Doctor Doom
**Identity:** Secret
**Legal status:** American citizen with no criminal record: although accused of being a spy, Pitt disappeared before any charges could be brought against him
**Former aliases:** Death Demon
**Place of birth:** St. Louis, Missouri
**Place of death:** Houston, Texas vicinity
**Known relatives:** son (name unrevealed)
**Group affiliation:** None
**First appearance:** FANTASTIC FOUR #142
**Final appearance (corporeal form):** FANTASTIC FOUR #194 **(spiritual form):** THOR #322
**History:** Desmond Pitt was a major in the United States Air Force where he met and became friends with test pilot, Ben Grimm, who would later become the Thing, a member of the Fantastic Four. During a brief return to civilian life, Pitt married and had a son. His relationship with Grimm remained close through this period.

Eventually, Pitt rejoined the Air Force and was assigned to the Kennedy Space Center in Houston, Texas. There he was placed on the staff of a research project designed to develop a solar shuttle, a variant on the space shuttle that would transmit solar energy from earth orbit to waiting solar panels on the planet's surface. While Pitt was involved in the early stages of the solar project, his wife was diagnosed as suffering from a terminal illness. The prognosis gave her only a few months to live. Under great emotional stress, Pitt also discovered that the solar shuttle project had been infiltrated by agents of Victor von Doom, absolute monarch of the tiny Balkan state of Latveria (see *Doctor Doom*).

In an effort to learn the extent of the infiltration and its purpose, Pitt decided to present himself as a willing collaborator. Fearful that the spy network may well have extended into other areas of NASA, Pitt told no one of his plans, not even his superiors. Attempting to gather as much information as possible, Pitt became the confidante of the ring's leaders. They were so impressed by Pitt that they brought the major to the attention of Doctor Doom himself. To all appearances, Desmond Pitt was a loyal spy. He soon learned that Doom's men meant to utilize the awesome powers of the solar shuttle to energize solar panels in Latveria. Before Pitt could expose the plan to United States government officials, his wife died. Grief-striken, Pitt became careless with his ruse and Doom discovered that he was a double agent. Doom's operatives, still highly trusted in the space program, denounced Pitt as a traitor. Before he could be arrested, Desmond Pitt disappeared. U. S. officials deduced that he had been killed because of his apparent failure to sell secrets to Latveria

In reality, Pitt had been kidnapped and bought to Latveria. Doom wished to make an example of Pitt to any other individual who would ever consider betraying him. Pitt was forced to undergo months of chemical and cybernetic transmutation. Under Doom's direct supervision, Pitt's body was reformed to resemble a legendary demon that supposedly haunted the mountains of Latveria. Code-named Darkoth, Pitt was given extraordinary strength, agility, and limited psionic powers. The final process in the creation of Darkoth was exposure to Doom's vibration device, a machine that could erase al traces of a man's past personality and memories. As final humiliation, Doom implanted in Pitt's mind the suggestion that he was in reality a demon who had been rescued from the Netherworld by Doom to be his personal warrior. As such, Darkoth became the most loyal servant of the man who had made him a monster.

Aware of Pitt's past friendship with Ben Grimm, Doom utilized Darkoth in the capture of the Thing while he was in a neighboring country. After the rest of the Fantastic Four were subsequently captured, Doom's revenge on Darkoth was complete: he had helped in the defeat of his best friend and his partners. In hopes of forever breaking Darkoth's spirit, Doom revealed to the Death Demon the truth about his origin. Doom had miscalculated, however. The realization of the truth did not break Darkoth. Instead it merely intensified the hatred that the subconscious mind of Desmond Pitt had always carried for Doctor Doom.

Darkoth freed the Fantastic Four and helped in defeating Doom's plan of using the vibration device to ensure world conquest. Although Darkoth apparently knew of his real identity at this point, he chose not to reveal himself to the Thing even though there was ample opportunity. Indeed, he appeared antagonistic of the Thing at times. This may well have been the remaining effects of the vibration device. When Doom attempted to flee in a spacecraft, Darkoth stowed away and attacked von Doom as he piloted the ship in earth's orbit. During the ensuing battle, Doom's craft went off course and collided into a satellite. Both Doom and Darkoth were sent hurtling into re-entry.

Darkoth survived his fiery return into earth's atmosphere, and his body crashed into a desolate sector of the Texas desert. But his flaming fall from the sky had not gone unnoticed. Diablo, the master alchemist, rushed to the spot where Darkoth had fallen. There he discovered that the Death Demon was near death. Taking Darkoth back to his hideout, Diablo used a variant of his own life-prolonging potions to hold off Darkoth's imminent death. Learning that his discovery had been an operative of Doctor Doom, Diablo's long time enemy, the alchemist decided to use the Death Demon as a means of revenge against the Latverian monarch.

Exposing Darkoth to his will-sapping potions to insure his loyalty, Diablo chemically augmented Darkoth's powers, giving him both the power of flight and that of intangibility.

Diablo learned from Darkoth that the solar shuttle was about to be launched into outer space. Diablo planned to use the solar generators of the shuttle to destroy Doom. Darkoth agreed to the plan, as he, too, wanted revenge on his creator. But when Darkoth discovered that Ben Grimm was to be a pilot on the doomed shuttle he rebelled against the alchemist.

Fighting off the effects of Diablo's potions, Darkoth sought to warm Grimm of the danger.

Warned in time, Grimm was able to destroy the solar generators and prevent Diablo's plan from taking effect. Enraged, Diablo sought to kill the Thing by subjecting him to lethal levels of solar radiation. Witnessing this, Darkoth finally freed himself of Diablo's domination and revealed to his old friend his true identity. He saved the Thing's life by hurtling both Diablo and himself into the exploding solar generators. The Thing managed to escape the holocaust, but Darkoth was killed

**Powers:** As a cybernetic organism, further mutated through chemical means, Darkoth possessed a number of superhuman powers. Major portions of his skeleton were replaced with steel alloy. Darkoth survived direct blows from the Thing, and was able to battle Grimm in hand to hand combat without suffering skeletal damage. Darkoth's outer skin was transformed into a thick purple hide that could withstand the Thing's mightiest blows as well as the impact of heavy armor artillery fired at close range without laceration. Darkoth's outer hide was also sufficiently durable to survive the friction of re-entry into earth's atmosphere. Darkoth's musculature was chemically-enhanced, providing him superhuman strength and endurance. He could lift (press) about 50 tons.

In place of fingers, Darkoth was equipped with steel talons. These talons were made of an alloy that could rip into the Thing's tough outer armor. Often, Darkoth would carry a type of poison on the tips of these talons that would render his opponent unconscious.

Darkoth also possessed a prehensile tail. The tail enabled him to maintain balance while stalking the rooftops, and could be used as an offensive weapon. Darkoth used it as a whip and as a means of constricting his opponents.

On Darkoth's head were two antennae called "Firehorns." The firehorns, in some as yet unknown way, fed on the mental energies of Darkoth's opponents within a range of 50 feet. Fully charged, the horns were capable of emitting a powerful heat ray that could melt through several tons of steel in a matter of seconds. They were also capable of sending off rays of heatless concussive force. The impact of this force ray was sufficient to move a 500 pound object back several yards in one attack. The firehorns were also able to enter and disrupt the mind of any opponent, reducing him or her to insanity. This process took several minutes of high concentration to achieve. Because Darkoth rarely used the Firehorns to any great extent, it can be assumed that they were weapons of last resort and that the great amounts of mental energy required to utilize them rendered them too costly to use in normal battle.

Diablo gave Darkoth two supernaturally-derived abilities when he came under his power. The addition of tiny batlike wings at his ankles magically gave Darkoth the power of limited flight. Darkoth was also given the power of intangibility, although he could only employ it for limited periods of time.

Art by Rich Buckler & Josef Rubinstein

# DIABLO

**Real Name:** Esteban Diablo
**Occupation:** Alchemist
**Legal status:** Spanish citizen who has moved to Transylvania
**Identity:** Publicly known
**Place of birth:** Saragossa, Spain
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #30

**Origin:** Esteban Diablo was born in early Nineteenth Century Spain, the son of a nobleman. Curious and inventive by nature, the restless young man became fascinated with the ancient science of alchemy. Using funds borrowed from his inheritance, Diablo began to roam Europe in search of documents and artifacts of ancient alchemy, as well as rare potions and herbs to experiment with. Within a decade, he became the world's greatest living authority on alchemy, having discovered or concocted countless potions with bizarre properties. Haughty and cunning, Diablo began to put his alchemical knowledge to use for personal gain. Journeying to Transylvania to investigate its legendary secrets, Diablo decided to settle there and set up permanent laboratory facilities. Under suspicious circumstances, Diablo acquired a spacious castle and began work. Although most of his potions had very transitory effects, Diablo discovered an elixir that could retard aging. Drinking it, Diablo began a reign of terror over the surrounding Transylvanians, until one day a mob of villagers caught him unawares and imprisoned him in a massive crypt. Diablo was trapped in the crypt until the mid-Twentieth Century, when he mesmerized the Thing of the Fantastic Four to free him. Not having aged appreciably in his century of confinement, Diablo began to plot his alchemical conquests anew.

**Height:** 6' 3" **Weight:** 190 lbs **Eyes:** Brown **Hair:** Black

**Powers:** Diablo possesses no superhuman powers, except for prolonged life and vitality granted him by an alchemical elixir which he must partake of from time to time.

**Weapons:** Diablo's powers stem entirely from the huge arsenal of alchemical potions and pellets that he has discovered or concocted. His entire costume is lined with hidden pockets and pouches where he keeps his array of alchemical weapons.

The diversity and extent of the effects of his alchemy at times seem magical in nature. The basis of the ancient science of alchemy was the transmutation of elements (lead into gold being the most sought after effect). Since all matter is made up of elements, a mastery of alchemy gives one a wide range of materials to work with. Diablo's alchemy enables him to control or influence his own body, the bodies of others, or the environment itself.

Among the effects of his alchemy upon himself are the capacity to alter his appearance by making the flesh of his face and body pliable, and the capacity to change his human form into "nerveless protoplasm," thus protecting him from certain forms of harm. He can also use on himself any of the alchemical substances designed to give him control over others, if he so desires.

Among the many alchemical mixtures giving him control over others are a nerve-gas pellet, a sleeping potion, a potion permitting a dying person to resist death for a short time (perhaps a variant of his own life-prolonging elixir), a potion that renders a person inert by lowering his or her body temperature rapidly, and a pellet that makes a person susceptible to Diablo's hypnotic commands.

Among the alchemical feats he can perform on non-organic matter are temporary molecular transmutations such as stones into feather, the generation of explosions equivalent to 50 pounds of TNT, the animation of inanimate matter (see *Dragon Man*), massive conversions of water into ice, and the creation and control of objects or beings composed of the ancient elements of fire, water, earth, and air. The latter feat is accomplished by numerous alchemical substances working jointly.

Although the scope of Diablo's alchemical wizardry is wide, all of the feats are temporary in nature, lasting no more than several hours without repeated administrations. The only exception is the potion he used on Dragon Man, and his longevity elixir, whose length of effectiveness is as yet unknown. (He probably had a supply of it with him during his century of imprisonment.)

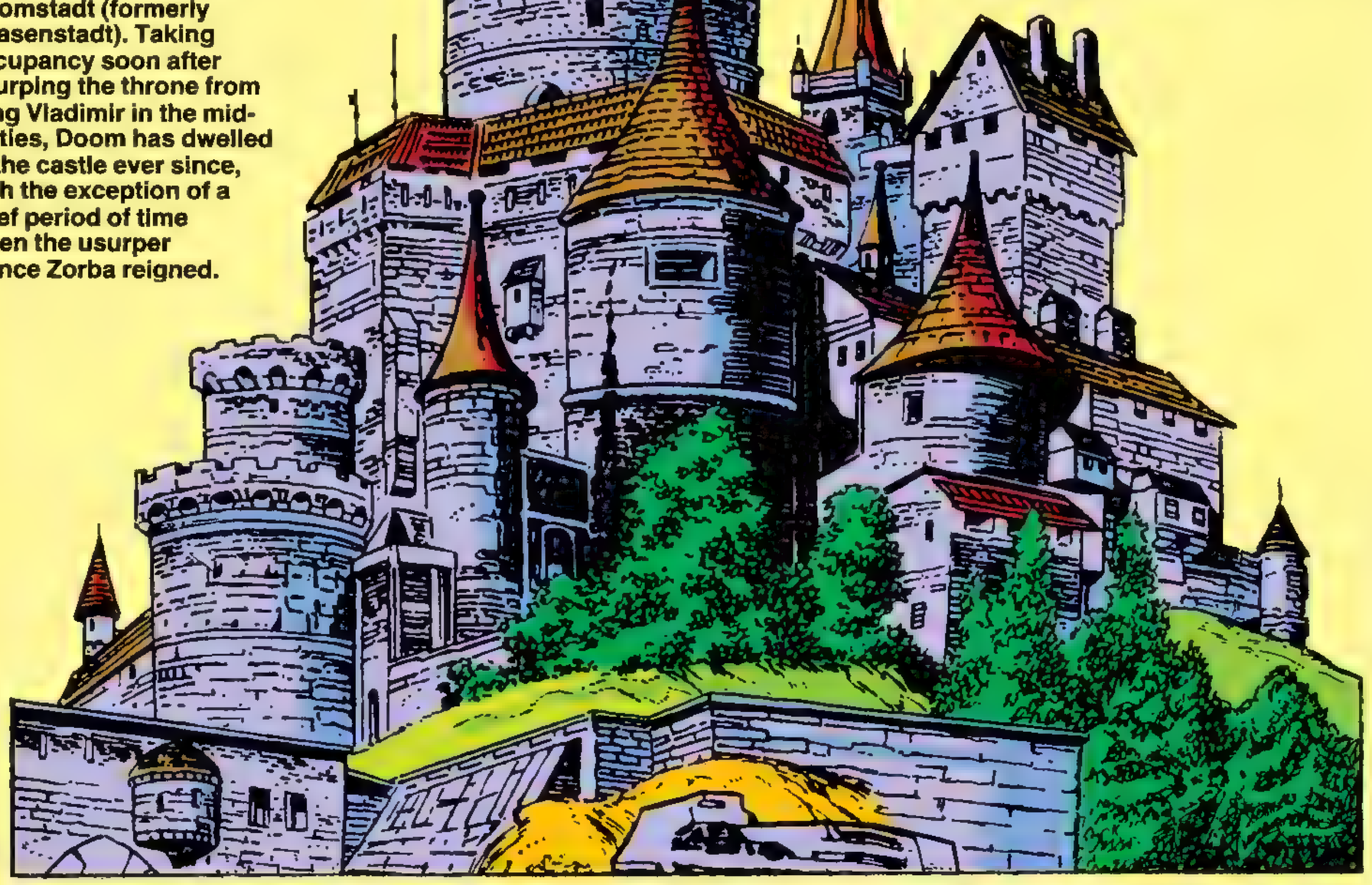
Art by John Byrne & Josef Rubinstein

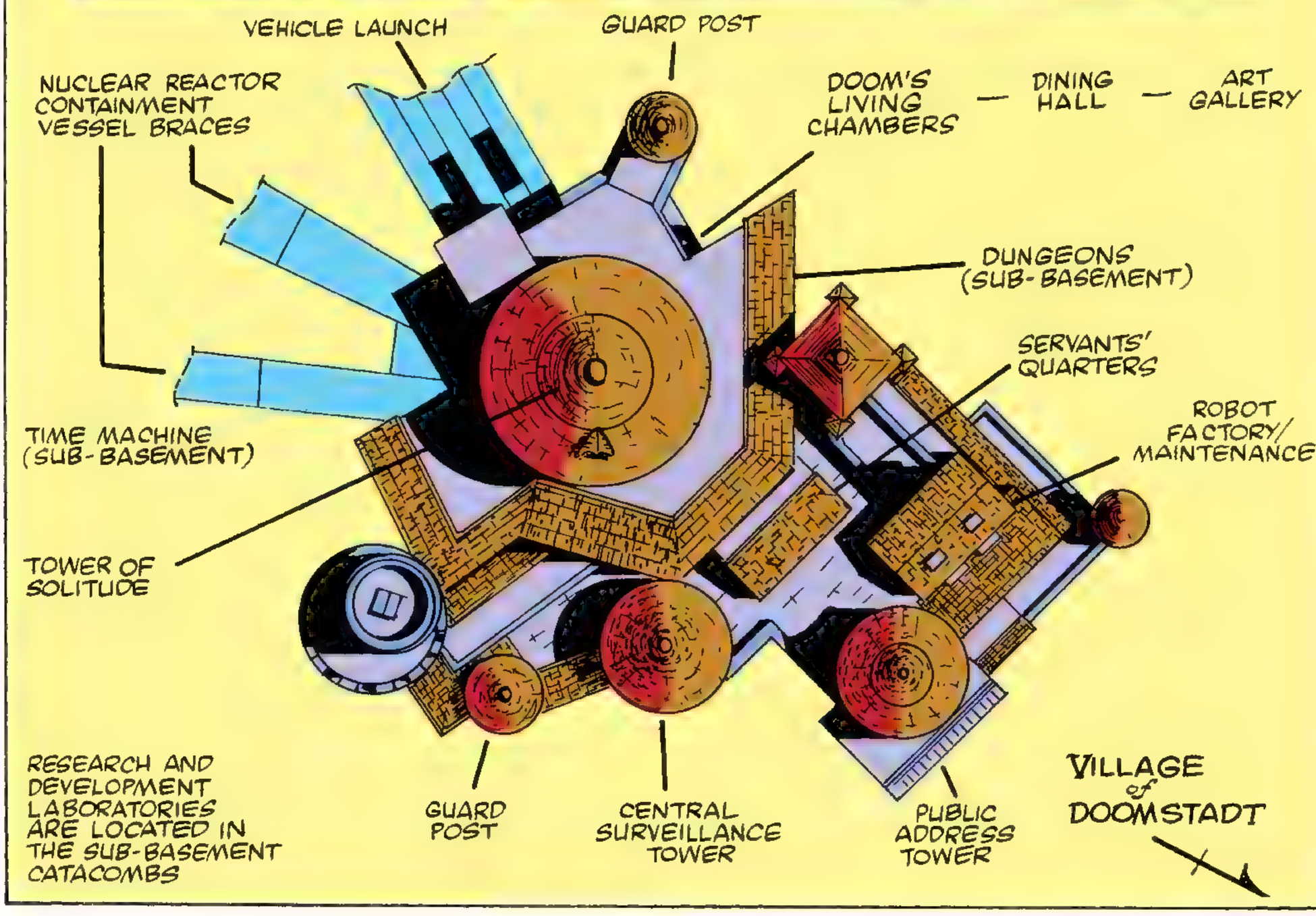
# DOCTOR DOOM'S CASTLE

Doctor Doom is headquartered in Castle Doom, a huge 110 room castle built in the 16th Century by the Latverian nobleman Count Sabbat, which overlooks the Latverian capital of Doomstadt (formerly Haasenstadt). Taking occupancy soon after usurping the throne from King Vladimir in the mid-sixties, Doom has dwelled in the castle ever since, with the exception of a brief period of time when the usurper Prince Zorba reigned.

The castle contains Doom's living quarters, his many laboratories, his art museums, his robot factory, and his prisons, among its many rooms. Castle Doom has a permanent staff of 300, overseeing the castle's upkeep and Doom's personal needs. Only 50 of this staff are human, the rest are robots.

Note: Doctor Doom also owns a slightly-scaled down replica of his Latverian castle on a small estate in the Adirondack Mountains, upstate New York, in America.






Art by Jack Kirby & Eliot R. Brown

# DOCTOR DOOM

**Real Name:** Victor von Doom
**Occupation:** Monarch
**Legal status:** Ruler of Latveria, Latverian ambassador to the United States with full diplomatic immunity
**Identity:** Publicly known
**Former aliases:** None
**Place of birth:** Gypsy camp outside Haasenstadt (now Doomstadt), Latveria
**Marital status:** Single
**Known relatives:** Werner von Doom (father, deceased), Cynthia von Doom (mother, deceased)
**Group affiliation:** None
**Base of operations:** Castle Doom, Doomstadt, Latveria
**First appearance:** FANTASTIC FOUR #5
**Origin:** Victor von Doom was born to Werner von Doom, a gypsy healer, and Cynthia von Doom, a witch. While von Doom was still a child, both his mother and then his father were hounded by local Latverian authorities and finally put to death. While in the care of Boris, a friend of his father's, the young von Doom discovered his parents' legacy to him: a box of herbs and medicines, and a box of magical artifacts. Learning all he could from his parents, von Doom also began developing his own innate scientific abilities. For years he traveled the countryside, peddling his clever scientific and alchemical "miracles" to the gullible, knowing they would be worthless as soon as he left. One day, the dean of science at Empire State University in America, heard of his astounding reputation and offered him a scholarship. Traveling to America to take advantage of the university's laboratory facilities, von Doom met freshman Reed Richards, a fellow science student. Weeks later, von Doom was in the midst of testing a dimension-spanning device that he constructed in his dormitory room, when Richards paid a visit. Examining von Doom's notes, Richards spotted an error in the execution of a fourth-order tensor calculation. Von Doom dismissed him and proceeded to test the machine he hoped would enable him to communicate with his dead mother whom he believed was trapped in some hellish nether-world. The machine malfunctioned and exploded, injuring von Doom. While convalescing, von Doom was expelled from the university, and formed the irrational belief that Richards was to blame for his machine's failure. The sight of his scarred face enraged him and he soon left America for the remoteness of Tibet where he hoped to find both refuge from the sight of man and the hidden secrets of Oriental sorcery. Discovered by an order of monks in Tibet, he lived with them for a number of years, learning their secrets, and eventually earning the title "master." The monks helped him cast a suit of armor and metal mask which, in his urgent desire to proceed with his plans of conquest and revenge, he put on before it even had a chance to completely cool. Leaving them, the self-styled Doctor Doom returned to Latveria and soon overthrew the existing monarchy to install himself as absolute monarch. Doom established a nation of peace and prosperity ruled by a stern dictatorship. Sequestered in the royal castle overlooking Doomstadt, he began to use his mastery of science to create the mechanisms for further conquests. Eventually his schemes brought him into conflict with his former college rival, Reed Richards, who was now known as Mister Fantastic, leader of the Fantastic Four. Doom's life has been shaped by three goals: to destroy his hated rival Reed Richards, to rule the entire world, and to save his mother from the nether-world.
**Height:** 6' 2"
**Weight:** 225 lbs (420 lbs with armor)
**Eyes:** Brown
**Hair:** Brown
**Powers:** Victor von Doom possesses no superhuman powers, but is one of the most brilliant scientists on earth. He has made unique contributions in the fields of robotics and trans-Einsteinian physics, as well as important accomplishments in genetic engineering, weapons technology, and many other areas. Among his many accomplishments include the independent development of the first practical time machine (capable of sending up to a ton of matter forwards, backwards, and sideways through time), and the development of the molecular-level shrinking device (utilizing the Pym particle which he independently discovered; see *Ant-Man*). His experiments in bionics have produced such cyborgs are Darkoth (the "Death Demon") and the Dreadknight. He has not yet explored the potential of his maternal heritage, the arts of magic.
**Weapons:** Doctor Doom's most important weapon is his nuclear-powered, micro-computer enhanced suit of iron armor. The armor, weighing 190 pounds, is fully insulated and pressure regulated, maintaining an environment of standard atmospheric pressure (14.7 pounds per square inch) at 76° (skin temperature). The suit contains its own internal liquified-air supply of 4 hours duration. The suit contains an electrically powered endo-skeleton, utilizing highly efficient, folded-path linear motors that enable the suit to lift (press) a maximum of 2,200 pounds (the weight of a compact car). His facemask has a built-in communications system which, among other things, has a megaphone device, a multi-band radio transceiver and the input/output port of a powerful micro-computer translation machine. The power supply of the armor, a twin, mini-nuclear thermo-electric generator, needs to be refueled once every 3.6 years.

Doctor Doom's armor is able to generate an invisible, kinetic energy/dimensional-shunt force field capable of withstanding projectiles of any man-made kind, temperatures from 1,400,000°+ Fahrenheit (which exists only in the heart of a nuclear weapon detonation) to –410° F (50 degrees above "absolute zero," the theoretical point at which molecules almost come to rest), and all frequencies of radiation within the electromagnetic spectrum. The only form of energy that might penetrate the field is psionic. The forcefield is not able to totally shunt inertia into a "waste" dimension and therefore renders von Doom affected by a maximum of about 5% of any impact to the field. The residual energies of falling several building stories, or being hit by a vehicle at 60 miles per hour is still considerable, and injury is still a possibility. (A nuclear weapon would send Doctor Doom flying at an unpredictable speed). The force field, which can be activated cybernetically by mental command, extends approximately 5 feet from all points of his armor, and can be extended to a maximum of 8 feet in radius at slightly reduced effectiveness. Because the force field is invisible, visible light can penetrate it. The force field can generate a quarter-wave-out-of-phase counterpart to itself which can refract the visible spectrum into the 'waste' dimension, rendering it harmless.

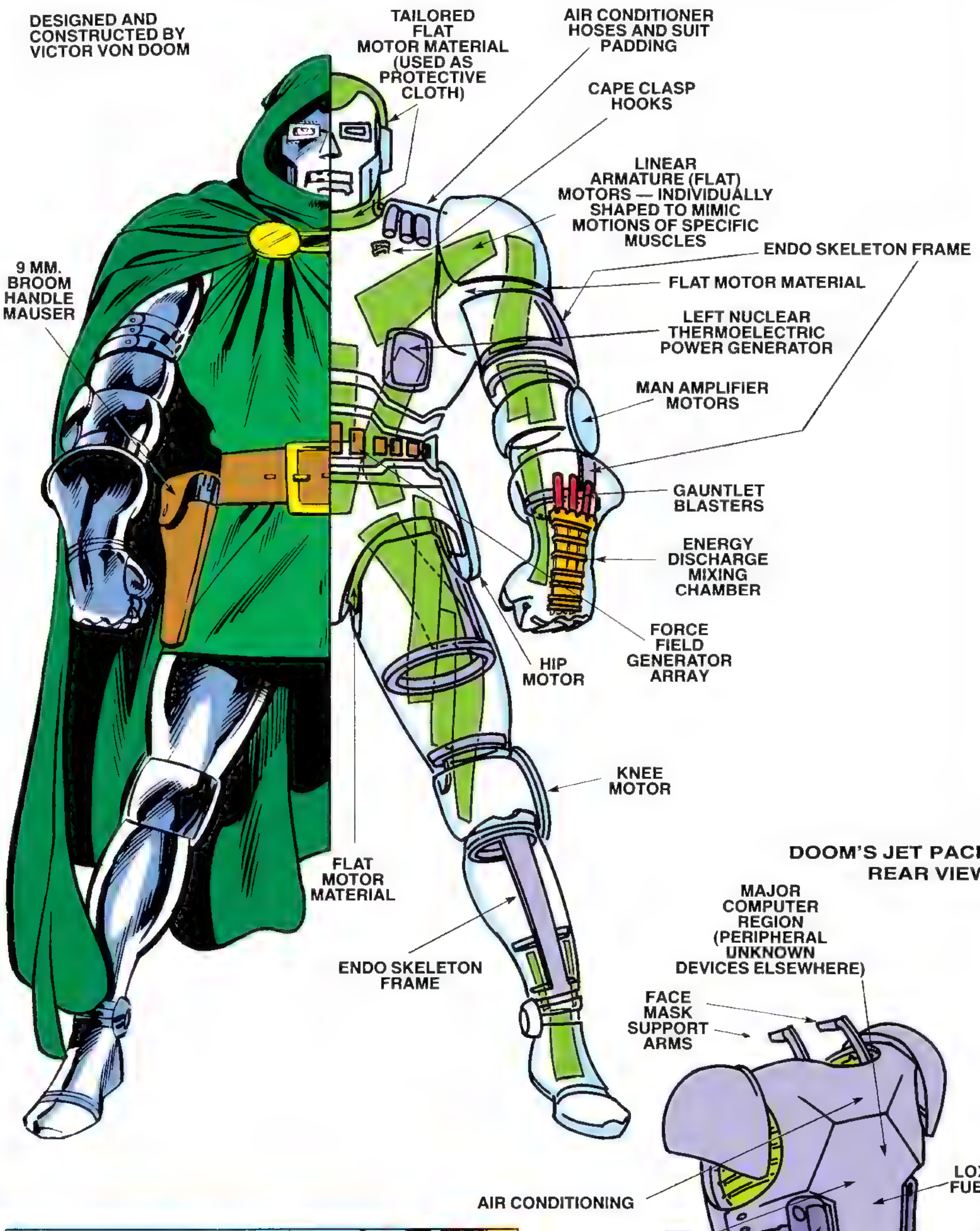
Doom is able to project concentrated beams of energetic particles, which are channeled along streams of low-density plasmas generated by miniature particle accelerators within the gauntlets of his suit. These beams have a maximum concussive force of 350 pounds per square inch, sufficient to blast through a 2-foot wall of stone or brick or a ½-inch plate of stainless steel in 1.5 seconds.

Doctor Doom occasionally wears a nuclear-powered jet-pack on his back which enables him to fly at speeds of up to 160 mph until the power-cells need refueling (once every 1.2 years). The jet-pack creates thrust by electrically heating cesium grids that have liquid-oxygen passed over them, bringing the oxygen to a boil and sending it out the back.

Besides his portable armor and its armaments, Doom has designed and constructed a vast arsenal of technological weaponry, as well as a number of advanced means of vehicular conveyance, including vessels capable of interplanetary travel.

Art by John Byrne & Josef Rubinstein

# DOCTOR DOOM'S ARMOR


DESIGNED AND CONSTRUCTED BY VICTOR VON DOOM
TAILORED FLAT MOTOR MATERIAL (USED AS PROTECTIVE CLOTH)
AIR CONDITIONER HOSES AND SUIT PADDING
CAPE CLASP HOOKS
LINEAR ARMATURE (FLAT) MOTORS — INDIVIDUALLY SHAPED TO MIMIC MOTIONS OF SPECIFIC MUSCLES
ENDO SKELETON FRAME
FLAT MOTOR MATERIAL
LEFT NUCLEAR THERMOELECTRIC POWER GENERATOR
MAN AMPLIFIER MOTORS
9 MM. BROOM HANDLE MAUSER
GAUNTLET BLASTERS
ENERGY DISCHARGE MIXING CHAMBER
FORCE FIELD GENERATOR ARRAY
HIP MOTOR
KNEE MOTOR
FLAT MOTOR MATERIAL
ENDO SKELETON FRAME
DOOM'S JET PACK REAR VIEW
MAJOR COMPUTER REGION (PERIPHERAL UNKNOWN DEVICES ELSEWHERE)
FACE MASK SUPPORT ARMS
AIR CONDITIONING
LOX FUEL
COMMUNI-CATIONS POD
JET SHOWN IN FLIGHT CONFIGURATION
NUCLEAR JET ENGINES
LIQUID OXYGEN FUEL TANK REGION

Art by John Byrne, Josef Rubinstein & Eliot R. Brown

# DRAGON MAN

**Real Name:** None
**Occupation:** None
**Legal status:** None
**Place of creation:** Campus of State University, Hegeman, New York
**Marital status:** Inapplicable
**Known relatives:** Inapplicable
**Group affiliation:** None
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #35
**Origin:** Dragon Man was an experimental creation of Professor Gregson Gilbert of Empire State University, Reed Richards' alma mater. The benevolent professor had fashioned an artificial dragon-like creature but lacked the means to make it function. Having heard through secret means of Gilbert's experiments, the alchemist Diablo convinced the professor to give the creature life through one of Diablo's alchemical potions. To Gilbert's shock and regret, Diablo used his control over the creature's will to seek revenge on the Fantastic Four. The four managed to vanquish the creature and saw him disapear into a lake near the university campus. Since the time of Diablo's original animation and control, Dragon Man has been used as a pawn by such criminal masterminds as Dr. Lemuel Dorcas, Gregory Gideon, and the Machinesmith.
**Height:** 15' 3" **Weight:** 3.2 tons
**Eyes:** Grey **Hair:** None
**Powers:** As a non-human synthetic creature, Dragon Man has a number of superhuman attributes. Dragon Man's body, made of high-density long-chain organic polymers which were an attempt at manufacturing life-mimicking materials, has incredible durability and strength. His thick hide-like skin is capable of resisting without rupture ballistic impacts up to and including 155mm Howitzer shells, or 300 pounds of TNT. His body can withstand extremes in both temperature (from –200° to 1,000°+ Fahrenheit) and pressure (from 0.02 to 12.5 atmospheres). Not truly alive, Dragon Man does not need oxygen to sustain his pseudo-life. He is an omnivore, capable of consuming diverse forms of matter and converting them to energy. (He has not yet tasted flesh). Dragon Man has the strength to lift (press) 60 tons, equivalent to a large crane. His tail, which is 7 feet long from base to tip, can be whipped at speeds of up to 130 feet per second (90 miles per hour), generating enough force to smash a 3-foot thick stone wall or topple a loaded 5,000 gallon tank truck.

Dragon Man can fly by means of an internal anti-gravity generator constructed out of synthetic materials. His batlike wings, which span 35 feet from tip to tip, aid him in controlling his stability and direction. He can fly at a maximum speed of 30 miles per hour and reach a maximum height of 1,800 feet. Assuming he has a constant energy supply, Dragon Man is virtually tireless and can fly for an indefinite period of time.

Dragon Man exhales fire through his mouth by releasing a high-pressure stream of methane gas, a by-product of his unusual digestive system, through vents in the back of his throat, which mixes with air from his lungs and is ignited by specialized teeth which can spark when struck together. This fire, which reaches a temperature of about 8,000° F, can be emitted for a maximum of 7 minutes before he needs to "refuel."

Dragon Man has the intellectual capacity of a domestic dog, and is governed by simple thoughts and feelings. His artificial brain is particularly sensitive to high pitched sounds: certain ultrasonic frequencies can jam his mental functions to paralyze him or make him highly susceptible to external domination.

Art by Paul Smith & Josef Rubinstein

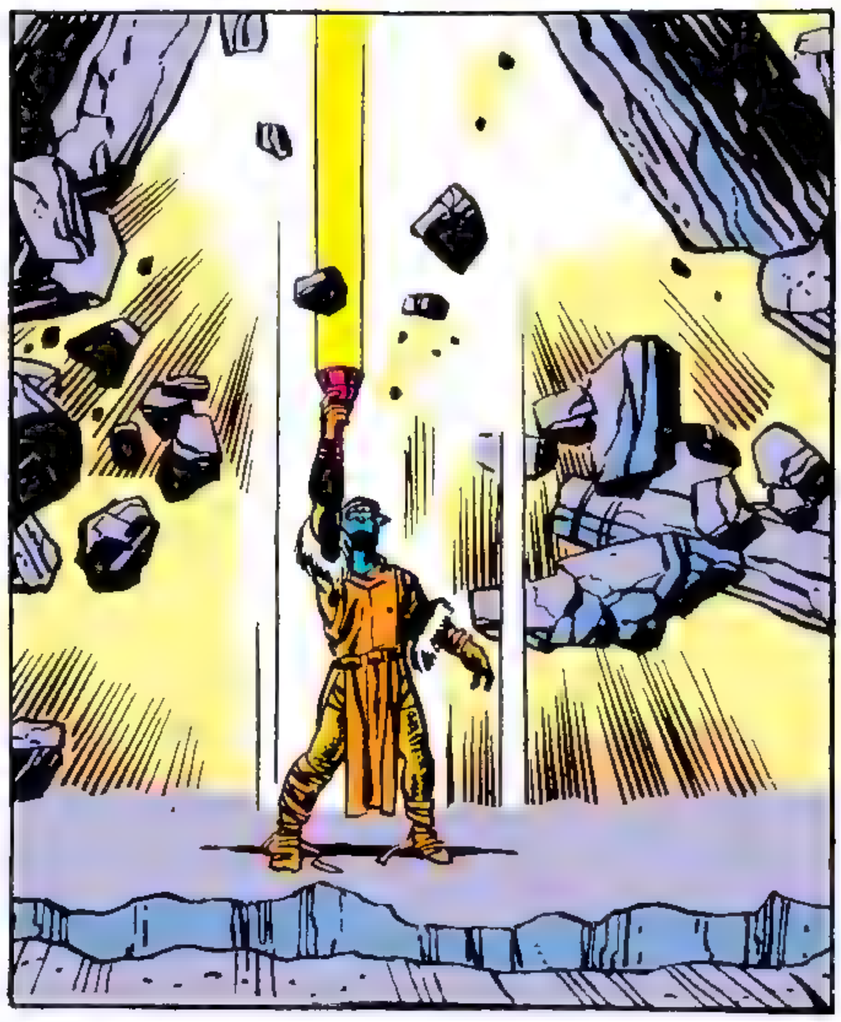
# EUROPE

# THE BALKAN STATES

Art by Mark Gruenwald & Rick Parker

# THE EVIL EYE

**The Evil Eye is a magical power object created by the alchemists of Avalon, the extra-dimensional island-home of the Celtic gods of Britain. Forged of unknown metal, the Evil Eye became empowered by the destructive energy of the one-eyed giant Balor some time in the Twelfth Century. It was first used by Amergin, king of the Celtic gods, to repel Balor's kinsmen, the Fomor. It was later discovered by the wandering warrior named Prester John and remained in his custody until the Twentieth Century. In recent years it was borrowed by the Human Torch who hoped to use it to open the force field surrounding the Inhumans' Great Refuge, and became the object of a contest between Loki, Asgardian god of mischief, and Dormammu, the extra-dimensional power-lord. The Evil Eye is once more in the custody of Prester John.**



Art by Eliot R. Brown

# FIRELORD

**Real Name:** Pyreus Kril
**Occupation:** Former starship captain, former herald of Galactus
**Identity:** Unknown to general populace of Earth
**Legal status:** Citizen of Xandar
**Former aliases:** Nova Centurion
**Place of birth:** Xandar, planet in Tranta system, Andromeda Galaxy
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Ex-member of Nova Corps
**Base of operations:** Outer space
**First appearance:** THOR #225

**Origin:** Pyreus Kril was serving as first officer aboard the Xandarian explorer ship *Way-Opener* when his commander, Gabriel Lan, was unexpectedly abducted by a teleportation beam. Vowing to rescue his commander and friend, Kril assumed command of the *Way-Opener* and began to pursue the huge ship that transmitted the beam. Kril would later learn that the ship belonged to Galactus, the world-devourer, who had been seeking a new herald (since his first herald, the Silver Surfer, betrayed him) and found a worthy candidate in Gabriel Lan. Using his cosmic power, Galactus transformed Lan into the Air-Walker. For years, Lan served Galactus faithfully, while his ex-crewman Kril followed Galactus's wake of destruction. When Galactus was attacked by a powerful race called the Ovoids, the Air-Walker was slain defending his master. Galactus transferred his herald's dwindling life-force into that of a replica, but the replica was not enough like his loyal herald to please Galactus. Thus he dispatched the Air-Walker automaton to Earth to summon the Silver Surfer back to active duty. The Surfer refused, destroying the automaton in the process. Persuaded to leave Earth without the Surfer, Galactus returned to the stars heraldless, not even bothering to claim the remains of the Air-Walker replica.

It was then that Pyreus Kril caught up with him. Boldly teleporting himself aboard Galactus's ship, Kril demanded the release of his former commander. Galactus was impressed by the Xandarian spaceman's determination, and offered to tell Kril of his commander's fate if he agreed to become his new herald. Kril agreed and was transformed by the power of Galactus into Firelord. Though Galactus kept his side of the bargain, he soon suppressed the knowledge he had given Kril so that he might send him on a mission to Earth. Firelord was released from active service when the Earth god Thor offered Galactus the Asgardian construct called the Destroyer in exchange for Firelord's freedom. Unlike the Surfer, who was sentenced to remain on Earth for his treason, Firelord was free to leave. Yet Firelord chose to remain because of his subliminal memory that the Earth was the final resting place of the remains of his friend. Months later, when the Air-Walker automaton reactivated itself, he remembered the reason for his compulsion to remain. Taking custody of the automaton (wrecked once more in battle with Thor), Firelord bore him into space, where he buried the remains on an asteroid in their home star system. Free of his only tie to Earth, Firelord has since wandered the stars, searching for his destiny.

**Height:** 6' 4" **Weight:** 220 lbs (Earth gravity)
**Eyes:** White **Hair:** Yellow
**Unusual features:** Firelord's hair is tinged with cosmic flame.

**Powers:** Firelord possesses the ability to manipulate cosmic energy in the form of stellar fire. His entire organic carbon-based body was transformed to accomodate the nuclear energies that course through him. These energies make him the humanoid equivalent of a miniature sun. Projected from any point on his body at mental command, Firelord's energies encompass the entire electromagnetic spectrum possessed by a star: heat, light, gravity, radio waves, and charged particles. The maximum amount of energy he can produce at once is determined by his mass. When all the atoms of his body are in fusion, his energy level is equivalent to the outer layers of a small star. The maximum amount of heat he can produce is 850,000° Fahrenheit. The maximum amount of light he can produce is equivalent to 100,000,000 candlepower. By the slightest manifestation of his stellar powers, he can burn through any Earthly substance (with the possible exception of adamantium). He can project a stream of fire resembling a solar flare for distances measured in the hundreds of miles. Firelord is able to control the path of his cosmic fire to such an extent that he can project a sustained ring at a fixed distance around a person or object.

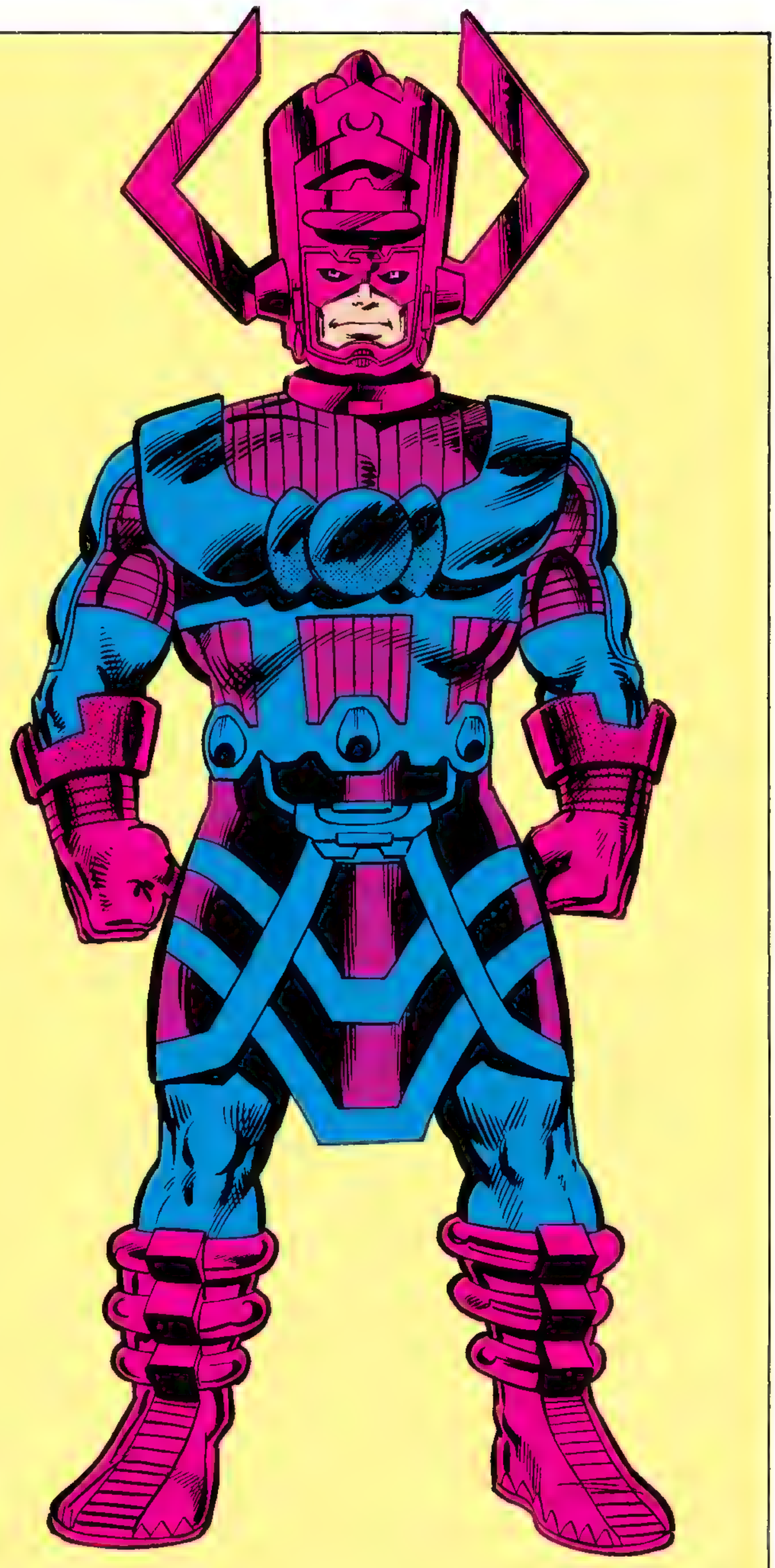
By utilizing his cosmic power uni-directionally, Firelord can fly at near-light speeds through interstellar space. (Flying at such speeds near planetary bodies could cause devastating gravitational disturbances.) Firelord can even traverse hyperspace without danger to himself. Firelord uses the gravitational fields of stars to help him brake his speed.

As a consequence of his cosmic form and metabolism, Firelord is far stronger and more durable than a human being. If he channeled his cosmic enertgy into an act of physical strength, he could easily lift (press) weights of 50 tons. Although he still possesses a solid physical body, he is virtually impervious to most forms of physical harm. His body automatically incinerates any projectile before it reaches the surface of his "skin." He is immune to disease, aging, and muscle fatigue. He no longer needs to eat since his body takes its nourishment from the carbon-carbon cycle of solar fusion. He no longer needs to breathe air and hence can exist indefinitely in the hard vacuum of space. Firelord's major limitation is that his brain, still organic in perceptions and function, needs occasional sleep to resuscitate itself. It is possible that a severe concussion to his body could cause temporary unconsciousness, but it would take radical molecular dispersal to kill Firelord.

**Weapons:** Firelord carries a staff five feet in length, the ends of which he keeps ablaze with his cosmic flame. He uses this fire-staff as a striking weapon and an astrogational aid. Firelord generally projects his cosmic flame through the stick rather than directly from his body.

Art by Al Milgrom & Josef Rubinstein

# GALACTUS



**Real Name:** Galactus
**Occupation:** Unknown
**Identity:** Universally known
**Legal status:** Sole survivor of planet Taa
**Place of birth:** Planet Taa
**Marital status:** Unknown
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Known universe
**First appearance:** FANTASTIC FOUR #48
**Origin:** Galactus is the sole survivor of the universe that existed prior to the Big Bang that began the current universe. Born on the planet Taa, the being who would become Galactus was a space explorer dispatched to discover if there was any way to survive the rapidly approaching end of the universe. Discovering none, he and a handful of Taa'ns piloted an ancient starship into the heart of the universal core. Somehow penetrating the outer layer of the event horizon, the being who would become Galactus was contacted by the sentience of the Cosmic Egg, that primal sphere of disorganized, dense, compact matter of the universe. The Egg merged its essence with him and flung him from its outer locus of existence at the Big Bang that began our universe. The nascent Galactus drifted for eons as life began to come into existence throughout the new universe. Eventually he was sighted and studied by one of the Watchers, an ancient race of beings who had undertaken to observe the events of the universe. The Watchers sensed his vast power and his potential threat to life, but allowed him to continue to incubate. Galactus finally drifted into the orbit of the planet Archeopia, where he emerged upon being attacked by a marauding space armada. Destroying the entire fleet, the newly-born Galactus turned to the planet below and consumed its biospheric energies. Having sated his cosmic hunger, he built himself an immense starbase, then began his long and unending search for worlds to provide him sustenance.
**Height:** 28' 9" **Weight:** 18.2 tons
**Eyes:** Unknown **Hair:** Unknown
**Unusual features:** Galactus's height diminishes by as much as 10.9 feet when he is greatly in need of life-giving energy.
**Powers:** Galactus possesses cosmic power beyond human measurement. His body courses with the energies of the pre-Big Bang universe endowed upon him by the Cosmic Egg itself. Galactus is able to use the vast energies within him for an incalculable number of effects. Some of his most rudimentary abilities are the molecular restructuring or conversion of matter, the projection of energy with enormous concussive force, the teleportation of external objects across space or even time, and the erection of invincible energy-screens and force-fields. Even those beings in whom he has divested a small fraction of his ever-renewing power are able to manipulate matter and energy in ways far beyond human comprehension.

Galactus wears a full-body suit of armor constructed from an unknown extraterrestrial metal that permits him to regulate and control his personal energy. If he were to remove the armor, the vast cosmic energies that empower him would run rampant, with the potential to turn him into a small sun.

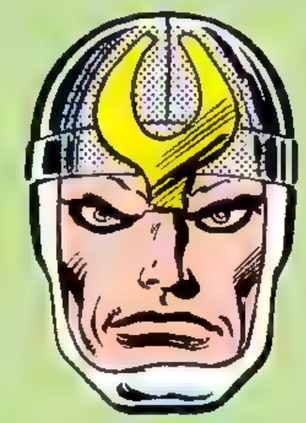
Galactus requires biospheric energy obtainable only from a certain type of planet with life-bearing capacity, in order to sustain his life. The suitable type of planet need not be one where life is present, it simply has to have the potential for life. (Indeed, until Galactus encountered Earth, he had but once before consumed the energy of a planet inhabited by sentient lifeforms.) Although he is able to extract and absorb this energy himself, he generally employs a complicated array of equipment to perform the conversion process for him. The equipment is not only more efficient than he is, it also enables him to avoid the needless expension of energy involved in the process. When Galactus was newly born, the energy of a medium-size Earth-like planet was enough to sustain him for over a century (using Earthly measurements of time). Now, for reasons unknown, he needs to feed about once every month. His body totally converts biospheric energy for its life functions and bodily activities without any waste products.

Galactus is telepathic, able to scan the thoughts of any mind he has yet encountered, no matter how alien or advanced it was. Although Galactus is capable of space travel via his own power, he disdains the needless expenditure of power and prefers to traverse in starships of his own design.

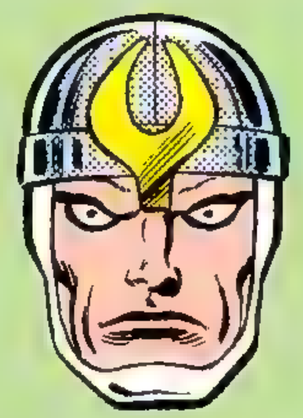
Art by John Byrne & Josef Rubinstein

# GALACTUS'S HERALDS

**SILVER SURFER**
(Norrin Radd of Zenn-La)
First appeared in FANTASTIC FOUR #49



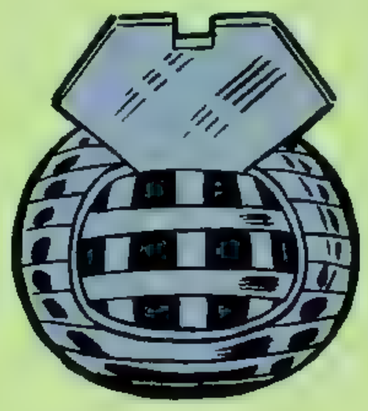
**AIR-WALKER (Deceased)**
(Gabriel Lan of Xandar)
First mentioned in FANTASTIC FOUR #211



**AIR-WALKER AUTOMATON**
(Construct of Galactus)
First appeared in FANTASTIC FOUR #120

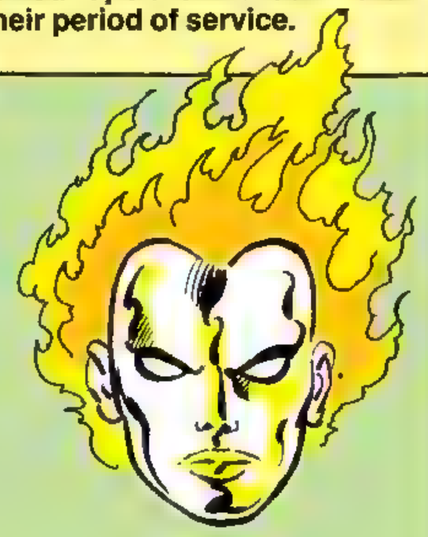
**For eons Galactus was a solitary being, sharing the burdens of his existence with no one. In recent millennia, Galactus has employed his cosmic power to fashion himself a servant to help him seek out suitable worlds to consume. Because it has been these servants' function to precede their master and announce his coming to a target world's inhabitants, they have been called heralds. The task of serving so awesome a master is an enormously difficult one, to judge by the rapid succession of heralds in recent years. For reasons known only to him, Galactus has allowed most of his former heralds to retain the cosmic power he bestowed upon them even after their period of service.**

**FIRELORD**
(Pyreus Kril of Xandar)
First appeared in THOR #225



**DESTROYER**
(Construct of Odin)
First served in THOR #228

**TERRAX THE TAMER**
(Tyros of Lanlak)
First appeared in FANTASTIC FOUR #211



**NOVA**
(Frankie Raye of Earth)
First served in FANTASTIC FOUR #244

# GLORIAN

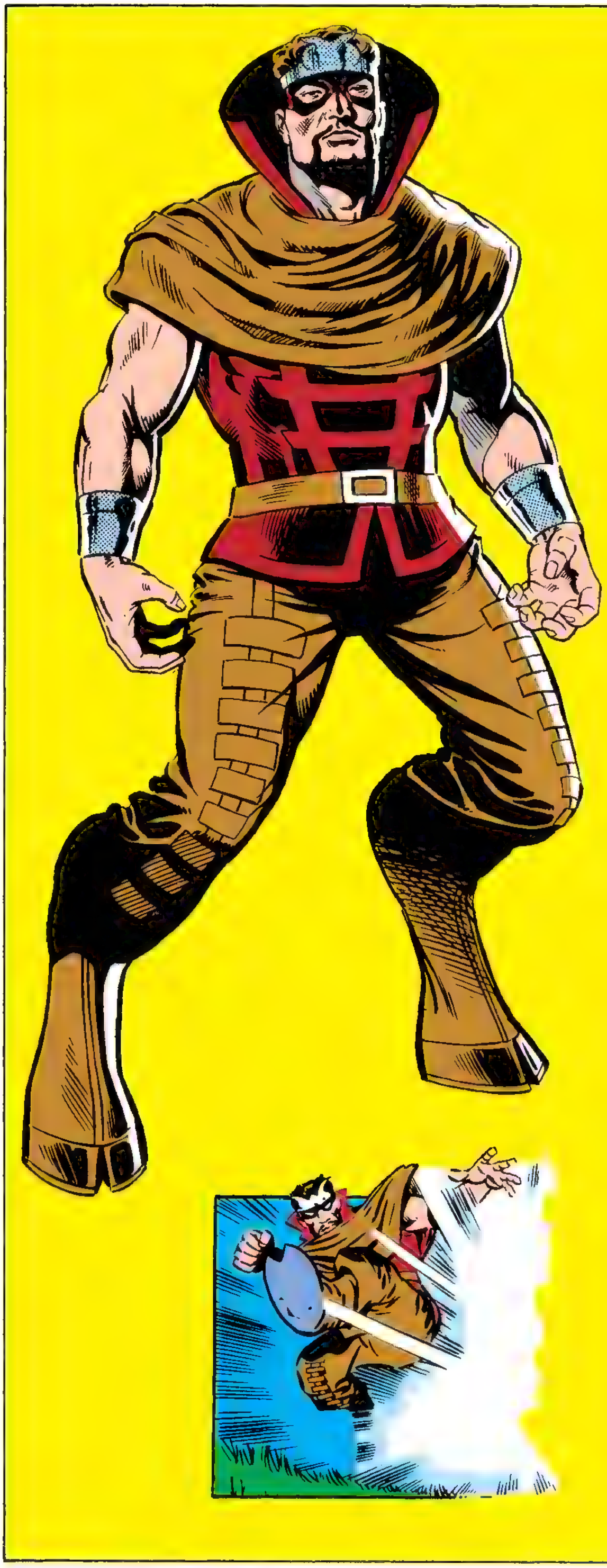
**Real Name:** Thomas Gideon
**Occupation:** Apprentice dreamshaper
**Identity:** Secret
**Legal status:** Former citizen of the United States
**Other current aliases:** The Dreamer
**Former aliases:** None
**Place of birth:** Rochester, New York
**Marital status:** Single
**Known relatives:** Gregory Gideon (father, deceased), Claire Gideon (mother, deceased)
**Group affiliation:** Apprentice to the Shaper of Worlds
**Base of operations:** Known Universe
**First appearance:** (as Thomas Gideon) FANTASTIC FOUR #135, (as Glorian) HULK #191
**Origin:** Thomas Gideon, son of billionaire Gregory Gideon, was flying in a private jet with his father and mother when it was caught in the heat-pulse and blast wave of a Russian nuclear weapon test. The plane crashed, killing all but Thomas and his father. Picked up by a Russian trawler, the two Gideons were eventually hospitalized. There they were told that they were dying of radiation poisoning. The elder Gideon spent his remaining months designing a device to tap the mutated genes of the Fantastic Four to somehow reverse his cellular decay (and that of his son) at the expense of the Fantastic Four's lives. His selfish scheme thwarted, Gideon was killed when his pawn, the Dragon Man, broke free of his control. In the midst of the wreckage appeared the Shaper of Worlds, attracted to the site by the dreams of one of Gideon's henchmen. Though the henchman's dreams proved inadequate, the Shaper took Thomas Gideon, cured him of his fatal disease, and helped him attain his true potential. As Glorian, the young Gideon has undertaken to learn the Shaper's skills.
**Height:** 5' 9" **Weight:** 155 lbs **Eyes:** Pink **Hair:** Orange **Skin:** Gold
**Powers:** Glorian possesses one major inherent superhuman power,the ability to tap and manipulate tachyons, a group of particles that correspond to all of our universe's particles but which travel no slower than the speed of light (as contrasted with our universe's particles, which seem to demonstrate the property of traveling no faster than the speed of light). Glorian uses tachyons to create hyperspatial bridges that resemble arcs of refracted light, or rainbows. Glorian is able to create these rainbow bridges at will, and by stepping upon them, is able to transport himself at trans-light speeds wherever he wishes to go. He can use the bridge to travel across the surface of a world or between star systems. It is not yet known the maximium distance he can bridge between. When Glorian steps upon the bridge, the particles of his body are converted to tachyon particle analogues, freeing him from such physical limitations as needing air or food during his travels through space. Glorian can also will the bridge to accept passengers other than himself, providing that he is there to "operate" it. Theoretically, Glorian could use the tachyons' rainbow effect for other uses than transportation, but he has not yet demonstrated any other capabilities.

As the apprentice to the Shaper of Worlds, Glorian is learning the Shaper's art of restructuring finite pockets of reality by mentally manipulating the cosmic energies that bind atoms along probability lines. At present, Glorian is able to mentally restructure the perceived reality of a volume with a maximum radius of 5.02 miles in all directions from his person. (This is in contrast with the Shaper's ability to restructure reality of a volume with a maximum radius of 5,023.2 miles.) Glorian is able to maintain this restructured reality for a maximum period of 23.1 hours (contrasted to the Shaper's limit of 4.23 years). Although Glorian's (and the Shaper's) powers enact a physical change upon matter, their power is frequently referred to as illusion. This is because the restructured reality is only temporary (reality assumes its rest or normal state as soon as Glorian or the Shaper leave or fail to maintain the transformed state) and a mere re-creation of the outward perceptions of a person or environment, not that person or environment itself.

Glorian possesses no superhuman physical powers, and has almost no knowledge of hand-to-hand combat.

Galactus's heralds art by Bob Budiansky & Josef Rubinstein

Glorian art by Kerry Gammill & Josef Rubinstein



# GORGON

**Real Name:** Unrevealed
**Occupation:** Royal Administrator
**Identity:** Secret
**Legal status:** Citizen of Attilan
**Other current aliases:** None
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Single
**Known relatives:** Korath (father, deceased), Milena (mother, deceased), Black Bolt, Medusa, Triton, Maximus, Crystal (cousins), Agon (paternal uncle)
**Group affiliation:** Royal Family of the Inhumans
**Base of operations:** Attilan, Blue Area, Earth's moon
**First appearance:** FANTASTIC FOUR #44
**Origin:** Gorgon was the only son born to the architect Korath and the archivist Milena, leading citizens of the Inhumans' city-state Attilan. Korath was a brother to Agon, king of the Inhumans, and thus his son Gorgon is considered part of the Royal Family of Attilan. Like most of the new generation of the Royal Family, Gorgon was subjected to the Terrigen Mist when he was an infant, and the process endowed him with certain physical adaptations and powers. Gorgon's parents were killed in the war against the Trikon while he was still a teenager.
**Height:** 6' 5" **Weight:** 450 lbs
**Eyes:** Brown **Hair:** Black
**Unusual features:** Gorgon has hooves instead of feet.
**Powers:** Gorgon possesses a number of superhuman attributes, some derived from his eugenically superior Inhuman heritage and others from his exposure to the mutagenic Terrigen Mist. Gorgon is physically stronger than human, capable of lifting (pressing) approximately 2½ tons. His metabolism is also more efficient, granting him an endurance level of about three times that of an Olympic athlete. As an Inhuman, his natural lifespan is about 120 years (compared to 73 years for humans).

Gorgon's major power is centered in his massively-muscled legs and hoof-like feet. Approximately three quarters of Gorgon's total weight is in the lower half of his body, particularly in the thick, dense muscles of his thighs and calves. As a result of having such a low center of gravity, it is extremely difficult to knock Gorgon off balance, and were he to fall from any reasonable height, he would invariably land on his feet. By natural strength and power alone, he is able to kick through three feet of solid oak with a single blow. However, Gorgon's legs possess far more than great natural strength. As a result of the Terrigen mutation, Gorgon's legs are able to generate vibration on a molecular level in such a way that can develop an intense pulse of kinetic energy. By stomping his hoof to the ground, Gorgon is able to release this kinetic energy in the form of a dynamic ground wave through the earth, or a more diffuse, radially propagating concussion wave along the surface of the earth. Gorgon is able to create seismic tremors of up to 7.5 on the Richter scale with a single stamp (even greater, from 8.2 to 9.5, if he happens to be near tectonic plate fault lines). This kinetic energy is only generated by an act of will; it does not spontaneously occur every time he takes a step. Gorgon can control the relative intensity of the tremor at will. It takes him no more than a few hundredths of a second to generate sufficient energy to create any size effect up to his maximum capability. He is able to generate and expend his seismic force-waves for several hours of near-constant use before tiring appreciably. Gorgon can release the kinetic energy through his hooves without stamping them, but the act of stamping serves as a focusing aid for its release. Once Gorgon generates the energy, he must release it within 4.5 seconds before it spontaneously discharges. He cannot dissipate the energy once it is generated without releasing it.

Art by Sandy Plunkett & Josef Rubinstein

# HATE-MONGER

**Real Name:** Adolf Hitler (clone) **Occupation:** Dictator
**Identity:** Secret. S.H.I.E.L.D. and the C.I.A. knows that two dead men who had claimed to be the Hate-Monger (who were actually cloned bodies inhabited by his consciousness) looked identical to Hitler, but neither agency knows the truth about the Hate-Monger's identity and origin.
**Legal status:** Presumed dead **Former aliases:** Nazi "X"
**Place of cloning:** Berlin, Germany **Marital status:** None
**Known relatives:** None **Group affiliation:** Former partner of the Red Skull
**First appearance:** FANTASTIC FOUR #21 **Base of operations:** Various hidden bases on Earth.
**Origin:** Adolf Hitler reigned as Fuehrer ("father" or leader) of Nazi Germany from 1933 to 1945. In early 1945, the brilliant Nazi biologist Arnim Zola told Hitler that he had discovered certain processes, including that which we now call cloning (or exploiting a single cell s genetic coding of a more complex host organism to re-produce the entire organism), through which he could keep the Fuehrer alive indefinitely. Intrigued, Hitler allowed Zola to "energize" his brain and to take a sample of his body's cells. Zola then cloned an entire brain from those cells, retaining the innate chemical imbalance of Hitler's own. On April 30, 1945, as the invading Russian army closed in on Berlin, Hitler, hidden in his capital building's fortress-like bunker, planned to kill his body and, thanks to Zola's "energizing" process, transfer his mind into that cloned brain, which Zola was keeping safely far away. Hitler was interrupted by the arrival of the original Human Torch and Toro who were determined to capture him and bring him to trial. When Hitler reached for an explosion-proofed switch, to detonate high-explosives that would kill the two Torches, the Human Torch set him aflame. At the moment of his death, Hitler is reputed to have transferred his consciousness into that first cloned brain, presumably by some automatic device. Hence, the Hate-Monger claims to be the actual, original Adolf Hitler in a new body.

Over the following decades Zola cloned and grew entire bodies from his samples of Hitler's cells. Zola also treated the original cloned brain and each of those in the cloned bodies so that a life force and mental essence could be projected from one into another. The first cloned brain psionicaly transferred its consciousness into one of the cloned bodies. The being that was thus created took the alias of "Hate-Monger" because he believed that the means tc world conquest lay in fomenting hatred among the various races. Warfare would then erupt out of which only his own Aryan "master race" would survive.

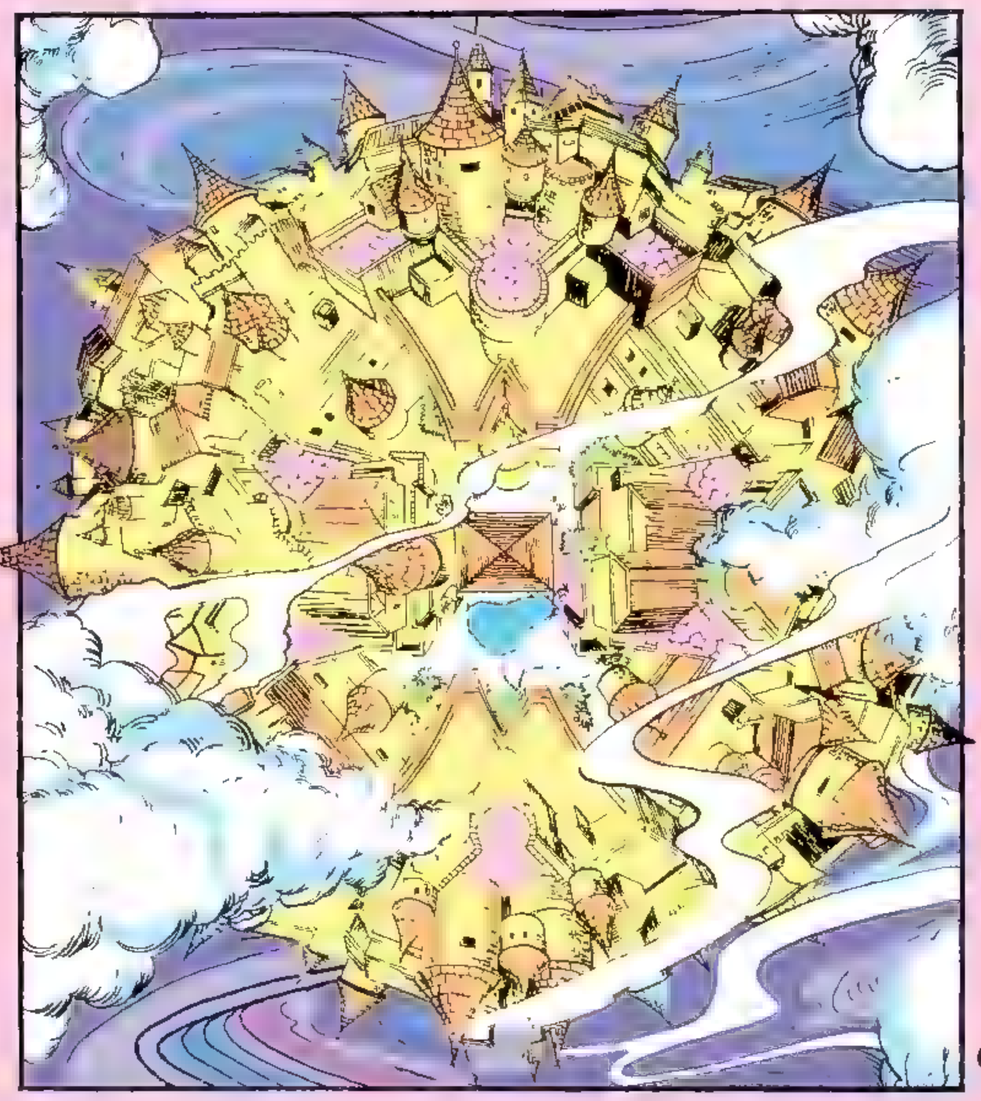
The Hate-Monger has transferred his consciousness into new bodies at least six times, including once into a humanoid being without a humanoid head, whose brain Zola intended to physically transplant into the body of Captain America. Therefore, although there has seemed to be a long succession of Hate-Mongers, each of whom has died horribly, there has in fact been only one Hate-Monger, who, whenever he finds himself on the point of death, psionically transfers his consciousness into another of his cloned bodies. When last seen, the Hate-Monger transferred his consciousness into what he believed to be an infinitely powerful Cosmic Cube (see *A.I.M.*). However, his then partner, the Red Skull, anticipating the Hate-Monger's plans and attempting to dispose of him, concealed from him the fact that this Cube fabricated by their scientists did not contain the energy matrix necessary to its function. As a result, the Hate-Monger's consciousness is trapped and helpless within the Cube for an as yet undetermined length of time.

**Height:** 5' 6" **Weight:** 175 lbs **Eyes:** Blue **Hair:** Dark brown
**Powers:** Although the Hate-Monger's various bodies have been developed by Arnim Zola so as to be younger, stronger, and more physically fit than that of the Hitler of World War II, the Hate-Monger is not an athlete and has only the basic knowledge of hand-to-hand combat that Hitler gained during his military service in Wor d War I.
**Weapons:** The Hate-Monger has used conventional weaponry such as missiles equipped with nuclear warheads and disease-bacilli as inducements for world unrest. However, he is best known for his "hate-ray" or "H-ray." This high-frequency microwave radiation resonates the centers within the human brain controlling emotions so as to stimulate and magnify the victims' feelings of dread, fear, and anger to unreasonable levels, including repressed or subconscious sentiments of this kind The hate-ray can also transform feelings of love into equally strong or perhaps even stronger hatreds. The hate-ray can be fired from a handgun selectively at one victim or at a handful. It can be projected from a space platform or satellite over wide areas on Earth, or even projected from a base on Earth so as to "bounce off" of the moon and blanket any area on the Earth that is facing the moon at that time.

Art by John Byrne & Josef Rubinstein

# IMMORTUS

**Real Name:** Unknown
**Occupation:** Ruler of Limbo
**Identity:** Secret. His existence is not known to the general public of Earth.
**Legal status:** Former citizen of Earth, citizen of Limbo
**Former aliases:** Kang the Conqueror, Scarlet Centurion, Rama-Tut
**Place of birth:** Earth
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Limbo, outside the time-stream
**First appearance:** AVENGERS #10
**Origin:** The birth and early life of Immortus are shrouded in mystery. He was born in one of Earth's alternate futures of the 31st Century (a different one than that which was conquered by the alien Badoon – see *Guardians of the Galaxy*) and being a man of adventure in a time of world peace and prosperity, he was discontent. Discovering a working time machine on the ruins of one of his ancestors' property, the Immortus-to-be embarked upon a life of conquest and adventure, exploring and ransacking time era after time era, under such guises as Pharaoh Rama-Tut, the Scarlet Centurion, Kang the Conqueror, and others. He established strong holds or kingdoms across 80 millennia, notably 30th Century B.C., and the 25th, 41st, and 50th Centuries A.D.. By his constant time travel, he diverged countless temporal counterparts to himself, capable of independent existence and further travel. Shaped by differing sets of experiences, the legions of Immortus-to-be encompassed the gamut of human diversity, from petty tyrants to selfless martyrs. One of these counterparts, whose life had at times embraced the basest of motives and actions, decided in the seventh decade of his chronological life, to give up his worldly conquests and meditate till the end of his days upon the nature of time. This Immortus-to-be, who had been assuming the guise of Rama-Tut, journeyed to Limbo, the transtemporal realm that exists outside the timestream itself (and through which all time travelers must pass in order to get from one era to another). There he employed automatons to build him a castle, and upon its completion (which was instantly since time has no meaning in Limbo), he began to meditate. He was then visited by the Time-Keepers, a trinity of beings who had been born at the very end of the timestream, in the final days before the collapse of the universe. The Time-Keepers helped him unlock new secrets of time and appointed him to oversee the 80 millennia of his existence, a minor task when compared to the whole of Time itself. Creating a giant guardian for his castle, Immortus embarked upon a number of campaigns to untangle the skein of timelines that he and his counterparts had created by their indiscriminate use of time travel. Correctly believing that most of the beings he encountered in his campaigns could not begin to understand the mysteries of time that motivated him, he frequently gave them facile or even misleading information to quell their curiosities or ease their anxieties. The beliefs of other beings were not important to him as long as they did not interfere with his duties as custodian of this segment of the timestream.
**Height:** 6' 3" **Weight:** 230 lbs
**Eyes:** Brown **Hair:** Grey
**Powers:** Immortus has no superhuman powers. All of his abilities stem from his knowledge and technology.



**CASTLE IMMORTUS**

Art by Rudy Nebres & Josef Rubinstein

# IMPOSSIBLE MAN

**Real Name:** Poppupians have no names
**Occupation:** Progenitor
**Identity:** Publicly known
**Legal status:** Citizen of Poppup
**Other current aliases:** Impy
**Place of birth:** Poppupoopu, Poppup
**Marital status:** Inapplicable
**Group affiliation:** None
**Known relatives:** Impossible Woman (mate clone), Impossible Kids (children/clones)
**First appearance:** FANTASTIC FOUR #11
**Base of operations:** Unknown

**Origin:** The Impossible Man was born on the planet Poppup, a member of a race of beings who reproduced asexually and had molecularly malleable bodies able to temporarily assume any shape imaginable. By the time of the Impossible Man's birth, Poppupians had evolved a collective consciousness, linking the minds of the entire race. Afflicted with a slight mental handicap permitting him a semblance of individual thought, the Impossible Man acted upon the boredom that his entire race experienced by transforming himself into a space vessel and leaving Poppup. Eventually he made his way to Earth, and found the planet to have great amusement potential. Dubbed the Impossible Man because of the absurd ways in which he exploited his shape-shifting abilities, the alien from Poppup created a major nuisance of himself until the Fantastic Four convinced him to leave After a brief tour of other civilized worlds, the Impossible Man returned to his homeworld to share with his people his experiences. When the world-devouring Galactus required sustenance, the Poppupians sent the Impossible Man to lead him to their world. Bored by existence to the point of despair, they welcomed oblivion with open arms. With the Impossible Man's survival, the minds and souls of the Poppupian race would live on in the person of their most adventurous member. Returning to Earth with the Fantastic Four, the Impossible Man learned the human concept of love, and decided to reproduce himself a mate. Doing so, the Impossible Man and the Impossible Woman left the Earth to explore the frontiers of love and to recreate the Poppupian race.

**Height:** 6' 4" **Weight:** 520 lbs **Eyes:** Purple **Hair:** None **Skin:** Green

**Powers:** The Impossible Man, like all Poppupians, has the ability to rearrange the molecules of his body at will into any form he chooses. Depending on the nature of the object he imitates, he is able to simulate some of its properties and functions. He can, for example, become a working electric fan, water hose, or jet-propelled engine (although he empowers these objects by his own molecular-energies rather than electricity, water, or jet-fuel). However, if he imitates such substances as Thor's uru hammer, Captain America s shield, or the Silver Surfer's surfboard, he can only take on the appearance of said objects, and not the special properties of the materials. The Impossible Man is limited as to the size of the object he imitates by his own mass. Were he to try to become a small car, for example, his molecules would become too tenuous to hold the shape He can transform himself into objects up to the size of a refrigerator. He is able to temporarily discard unnecessary molecules when imitating objects of considerably less mass than he: a fountain pen or a hat, for example. (He customarily disperses his spare molecules over a large enough area that they cannot be discerned.) The Impossible Man's transformations occur within a fraction of a second, and are accompanied by a "pop" sound.

The Impossible Man is able to survive in the vacuum of space for months without food, water, or oxygen, by inducing a low-metabolic state similar to hibernation. Like all Poppupians, he reproduces by dividing himself into two identical beings, like the mitosis process of cells. Poppupians have a life-span of about 35 Earth years and are able to reproduce throughout their entire life.

# IMPOSSIBLE WOMAN

**Real Name:** Poppupians have no names
**Occupation:** Progenitor
**Identity:** Her existence is unknown to the general population of Earth.
**Legal status:** None
**Marital status:** Inapplicable
**Other current nicknames:** Impet
**Place of birth:** New York City, Earth
**Group affiliation:** None
**Known relatives:** Impossible Man (mate), Impossible Kids (children clones)
**First appearance:** MARVEL TWO-IN-ONE #60
**Base of operations:** Unknown

**Origin:** See *Impossible Man.*

**Height:** 6' 4" **Weight:** 520 lbs **Eyes:** Purple **Hair:** None **Skin:** Green

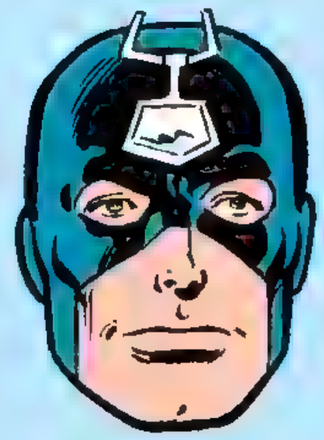
**Powers:** The Impossible Woman possesses powers identical to the Impossible Man's.

**Unusual features:** Although the Poppupian reproduction process generally produces identical individuals, the Impossible Man endowed his second self with characteristics of a human female.

Art by Steve Leialoha & Josef Rubinstein

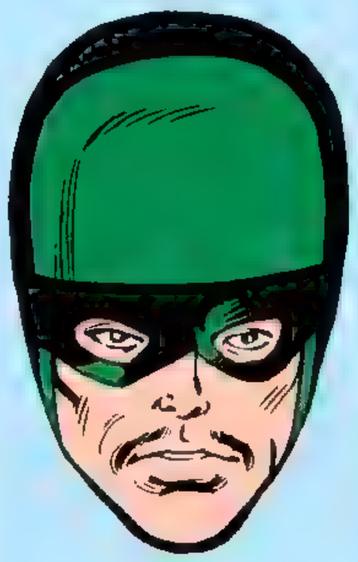
**MEDUSA**
First appeared in FANTASTIC FOUR #36

**GORGON**
First appeared in FANTASTIC FOUR #44



**BLACK BOLT**
First appeared in FANTASTIC FOUR #45

**TRITON**
First appeared in FANTASTIC FOUR #45



**KARNAK**
First appeared in FANTASTIC FOUR #45

# INHUMANS

**The Inhumans are a race of beings who diverged from mainsteam humanity twenty-five thousand years ago as a result of genetic experimentation on primitive man performed by the alien Kree. Happening upon the results of the Celestials' experiment on human stock (see *Eternals*), the Kree attempted to create their own specially-adapted servant race by the manipulation of the human gene. Although they succeeded in fashioning a small tribe of highly advanced human beings, the Kree abandoned their plan to make immediate use of the fledgling race when they turned their attentions to empire-building.**

**After the Kree left Earth, the Inhumans wandered the European continent until they settled upon a tiny island in the Northern Atlantic which they named Attilan (see *Attilan*). There they began to develop technology and culture, at an even faster rate than had their more powerful predecessors, the Eternals. Chief among their scientific disciplines was genetics, and the Inhumans set up a government based on genocracy, rule by the genetically fittest.**

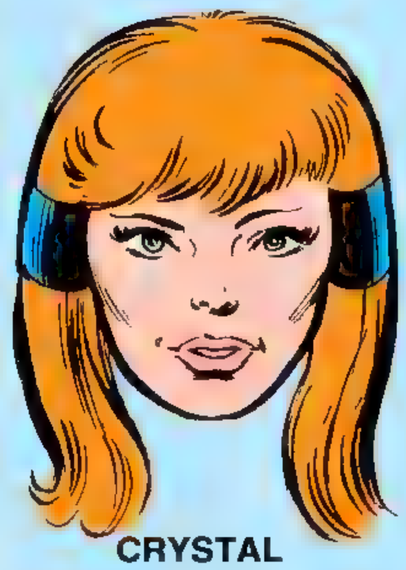
**Sometime within their first millennium of existence, the Inhuman geneticist Randac isolated the chemical catalyst for human mutation, a substance he called Terrigen. Believing the substance to be the key to making great genetic advances within a single generation's time, Randac subjected himself to total immersion in the Terrigen Mist and emerged with mental-manipulative powers rivalling those of the Eternals. Elected ruler because of his genetic superiority, Randac unselfishly instituted a program by which all Inhumans could undergo Terrigen treatment if they desired. The program was halted when about half of the Terrigen subjects developed radically non-human mutations. It was thereafter decided that individuals would only undergo treatment after being thoroughly genetically tested, but the damage to the gene pool was already done.**

**Centuries later, an Inhuman leader named Gral, tired of the discrimination against the non-human-looking minority, instituted a reign of terror in which the entire population of Attilan was involuntarily subjected to the mutagenic Terrigen Mist. The Mist transformed over three quarters of the population into non-humanoid types, altering their genetic destinies for untold generations. Successive exposure to the Terrigen only furthered the extent of the mutation.**

**For years, the Inhumans were segregated into Mutation Camps, forced to live only among their own basic phenotypes. Finally, Gral was deposed, and an Inhuman named Auran taught his fellows how to accept the wonderful diversities in peace until about 2,500 years ago, when a contingent of winged Inhumans built their own city suspended high above Attilan. Antagonism between the sky- and ground-dwellers eventually led to the secession of the sky-city from Attilan proper. The small colony of winged Inhumans existed in relative peace until the early part of the Twentieth Century when the race was inadvertantly destroyed by a human being (see *Red Raven*).**

**Over the millennia, Inhuman geneticists have tried to stabilize the diversity of their genetic heritage. Unlike Earth's other genetically variant race, the Deviants, whose offspring tend to inherit *none* of their parents' genetic**

**(CONTINUED ON NEXT PAGE)**



**CRYSTAL**
First appeared in FANTASTIC FOUR #45

**LOCKJAW**
First appeared in FANTASTIC FOUR #45

**AIREO**
First appeared in FANTASTIC FOUR #47

**MAXIMUS**
First appeared in FANTASTIC FOUR #47

**LEONUS**
First appeared in HULK ANNUAL #1

Art by Mike Zeck & Josef Rubinstein

**TIMBERIUS**
First appeared in HULK ANNUAL #1

**FALCONA**
First appeared in HULK ANNUAL #1

## INHUMANS (CONTINUED)

traits, Inhuman infants tend to resemble their parents. Thus if an Inhuman with amphibian characteristics mated with an Inhuman with avian characteristics, their offspring would have a combination of these traits. This, however, seldom occurs since until recent times, marriages have been arranged by the government to eugenically further the race. At present, rigorous eugenic control has succeeded in restoring about a quarter of the Mutation Camp victims' descendants to human-looking normalcy. Slightly less than half of the present population of Attilan has a visible non-humanoid mutation.

Attilan is currently ruled by Black Bolt, son of Agon, the Inhumans' most popular leader since Auran. The human-looking Agon made significant advances in the prediction of Terrigen effects of the Inhuman gene, and subjected himself and his pregnant wife Rynda to the Mist. Their son, Black Bolt, became the most powerful Inhuman in the race's history, surpassing the might of Randac himself. Agon and Rynda convinced their close relatives to subject their children to the Mist, and each of them acquired a different, superhuman ability. Agon and Rynda died when crushed by a Kree spy-ship (see *Black Bolt*). Black Bolt assumed leadership under silent protest a short time later. Under Black Bolt's rule, th island-city of Attilan was moved to the Himalyan Mountains in Tibet in order to escape detection by the outside world. In recent times, Attilan has moved to the Blue Area of Earth's moon, where the Inhuman race is protected from the debilitating effects of Earth's pollution.

At present there are 1,160 living Inhumans, all of whom dwell in Attilan. The Inhumans are still governed by genocracy, their major ruling body being the elected Genetics Council. By stringent government restriction, the Inhumans have practiced zero population growth for about fifteen centuries, allowing couples to have a maximum of two offspring. The average life expectancy of an Inhuman is about twice that of an average human,150 years. Subjection of any individual to Terrigen Mist must be approved by a majority vote of the Council.

Depicted here are some of the better-known Inhumans.

**STALLIOR**
First appeared in HULK ANNUAL #1

**IRIDIA**
First appeared in INHUMANS #2

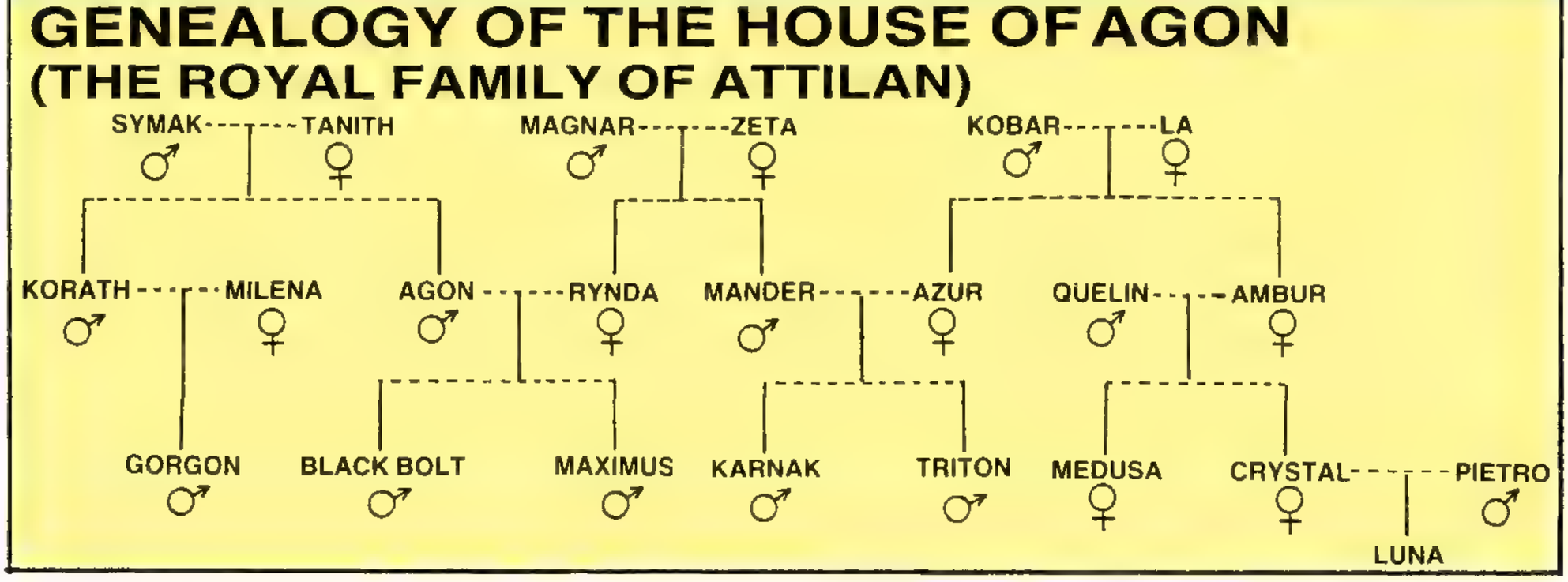
**THRAXTON**
First appeared in FF ANNUAL #12

**NADAR**
First appeared in MARVEL 2 IN 1 #71

**MARAK**
First appeared in FANTASTIC FOUR #240

**GLYTRA**
First appeared in FANTASTIC FOUR #240

# GENEALOGY OF THE HOUSE OF AGON
## (THE ROYAL FAMILY OF ATTILAN)




Art by Mike Zeck & Josef Rubinstein

# KANG

**Real Name:** Unknown
**Occupation:** Conqueror
**Identity:** Secret. His existence in not known to the general public of Earth.
**Legal status:** Citizen of Earth
**Former aliases:** Rama-Tut, Scarlet Centurion
**Future aliases:** Immortus
**Place of birth:** Earth
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Earth
**First appearance:** AVENGERS #8

**Origin:** The birth and early life of Kang are shrouded in mystery, his later life in complexity. He was born in one of Earth's alternate futures of the 30th Century (a different one from that which was conquered by the alien Badoon – see *Guardians of the Galaxy*) and being a man of adventure in a time of world peace and prosperity, he was discontent. Discovering a working time machine on the ruins of one of his ancestors' property, the man who would call himself Kang embarked upon a life of conquest and adventure. He began looting various time eras for weaponry and technology, prominent among which was the militaristic 25th Century. Finally he decided to set up a base of operations in the Egypt of 2950 A.D. (the Second Dynasty) where he used his advanced science to subjugate the natives. Calling himself Pharaoh Rama-Tut, he ruled for about 10 years before he became restless and left (see *Rama-Tut*). On his way to the future, he was delayed by a "time storm" that temporarily blocked his passage beyond the mid-20th Century A.D.. Encountering Doctor Doom, he was inspired to construct a suit of body armor with a metal mask incorporating protective and offensive devices. As the Scarlet Centurion, he conquered Earth circa 1965 A.D.. (This world diverged from the mainstream history as a consequence of his extratemporal interference.) Eventually thwarted, he resumed his course for the future and set down in an alternate Earth of 4000 A.D., where civilization had all but collapsed, and the remainder of the human population was engaged in exterminating one another with remnants of the advanced weaponry of a previous era. It took him a few weeks to quell the warfare and create a small empire for himself. It was here that by some accounts he first took the name Kang the Conqueror. Dissatisfied with ruling such a decadent, dying society, Kang returned to his native time-era, the 31st Century, and use his advanced technology to conquer it. Finding it as peaceful and prosperous as when he left it, Kang took control of the entire Eurasian continent within a year and settled down in a small country where Switzerland had once been. More interested in conquest than actual rule, he appointed a small monarch named Carellus to perform the menial tasks of governing. (This appointment was prompted by Kang's interest in Carellus's daughter Ravonna.) With this kingdom as his home base, Kang began a number of assaults on other time eras, notably, the 20th Century. On more than one occasion the 20th Century Avengers thwarted his conquests. Kang's life from that point becomes exceedingly non-linear: every foray in time produces at least one divergent-time-stream counterpart to Kang. It becomes difficult to distinguish which counterpart to Kang the Avengers encounter in their subsequent skirmishes. (The apparent indifference on Kang's part to the relative sophistication or originality of a given plan of conquest can be accounted for by multiple Kangs unaware of one another's doings.) One of the most relentless of Kangs conducted several campaigns against the 20th Century in a quest for the "Celestial Madonna." His most elaborate scheme enlisted the aid of a number of his temporal counterparts. This particular Kang was disincorprated when his uniform's time-circuitry was damaged in 1873. Legions of other Kangs are still in existence, scattered over at least 80 millennia of time. One of these Kangs, at the chronological age of 75, withdrew from time altogether to become the benign master of Limbo called Immortus (see *Immortus*). Because of his vast resources and multitude of selves, Kang is one of the most versatile and formidable beings ever born on Earth.

**Height:** 6' 3" **Weight:** 230 lbs
**Eyes:** Brown **Hair:** Brown

**Powers:** Kang possesses no superhuman physical or mental powers. All of his capacities come from his technology.

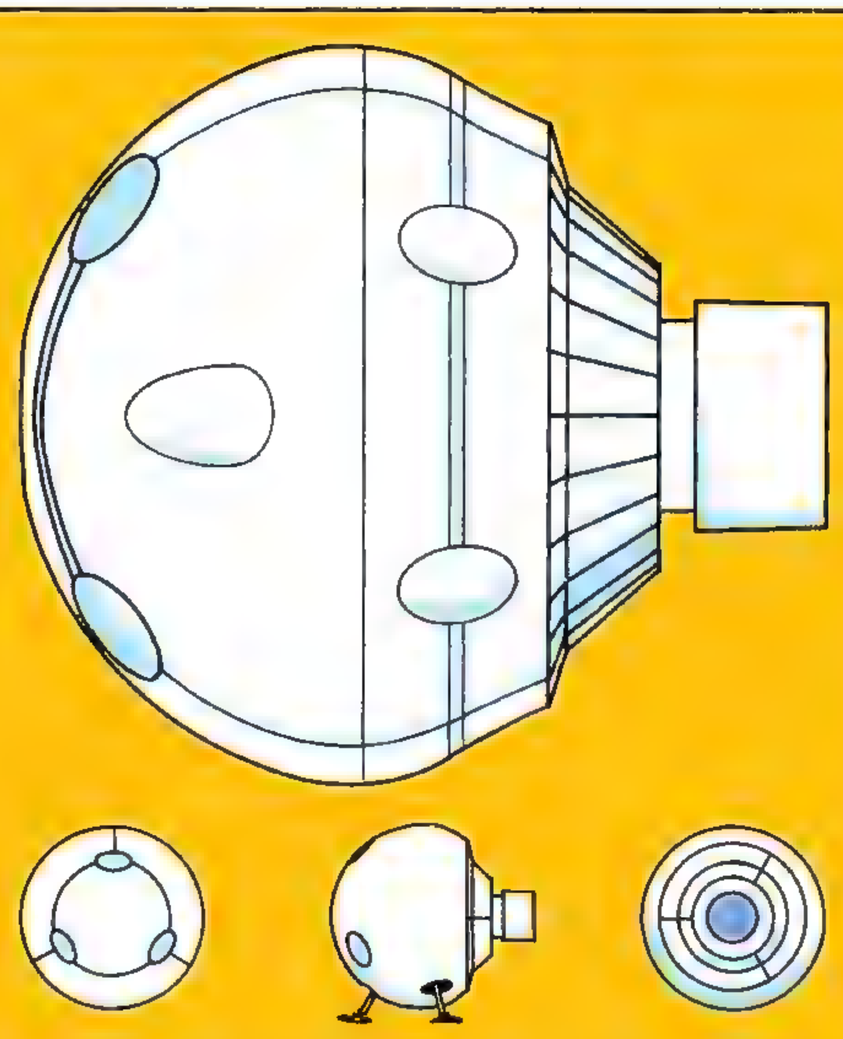
**Weapons:** Kang wears full-body armor composed of some unknown metal from the 40th Century. This armor contains a gravito-electromagnetic force field projector, able to protect him from any form of energy bombardment, including the energies present at ground-zero of a multi-megaton nuclear weapon detonation. This force-field, which extends a standard 2 feet from all points on his body, can be extended omnidirectionally to a maximum radius of 20 feet from his body with no loss of impenetrability for up to 12 hours. The suit is equipped with its own self-contained atmosphere, food-supply, and waste-disposal system, sufficient to last him 30 days. It also contains built-in offensive weaponry, such as anti-graviton particle projectors in his gauntlets which can interact with any mass up to 2.2 tons to render it weightless. The projectors also serve as channels for potent unknown sub-atomic particle beam interactions which can beam concussive forces ranging from several pounds of TNT to several thousand pounds. Kang also has strength-amplifying equipment and circuitry integrated into his armor, permitting him to lift (press) about 5 tons. Certain Kang-counterparts have time-travel circuitry built into their armor, permitting them to remote-tap the central time machine in his time-ship. The cybernetically activated time-machine circuitry permits him to travel forward or backward in time at will.

Kang employs an arsenal of other weaponry, some of which is portable and some of which remains aboard his time-ship to be activated remotely. Among these devices are an anti-matter defense screen generator, a "vibration-ray" projector an electromagnetic field amplifier, neutrino-ray warheaded missile launcher (hand-gun size), electrical paralysis generator, nerve-gas sprayer (which fits over his glove), and a molecular expander. He also employs a number of highly advanced robots, notably the Growing Man, an automaton who increases in size as it absorbs kinetic energy.

Art by Brett Breeding & Josef Rubinstein

# KANG'S TIME-SHIP

Kang's time-ship, unnamed, is a 20-foot long, non-aerodynamic, space-worthy vehicle whose gross weight is about 22,000 pounds and is mostly a housing for the large energy-generating devices that power the time machine. The time machine itself is a device whose major timestream-bridging components are the size of a two-drawer file cabinet. It utilizes an as yet unanalyzed type of energy to generate a chronal-displacement inertial field within a certain volume, enabling a being or object to break through the "reality walls" of the timestream into the trans-temporal realm of Limbo, from which all time eras and alternate worlds are accessible. The means by which the traveler can control the time and dimensional coordinates of his destination are not yet understood. Kang's machine has the capacity to send him through time unencumbered by time-travel equipment save for a temporal beacon (automatic circuitry aboard his ship which tracks him and enables him to return to his home time/place). It can also remotely snatch people or objects from other times and places. (The limits of this remote pick-up are not known.) The entire time machine can also move itself, and Kang's space-worthy time-ship, through time with its pre-programmed control units aboard. The advantages of taking the apparatus with him are that he has immediate access to the machine (able to re-program it on the spot), and he can safeguard against its unauthorized use. The time machine is able to transport mass equivalent to about 10 tons and it can act upon a volume of about 3,000 cubic feet. It has viewscreens permitting Kang to peer into other times and places by the dispatching of flying, micro-video cameras able to broadcast through time. He also has a wrist-sized viewscreen monitor that can be tuned to the master video screen.



Art by Eliot R. Brown

# KARNAK

**Real Name:** Unrevealed
**Occupation:** Priest/philosopher
**Identity:** Secret. His existence is not known to the general public of Earth.
**Legal status:** Citizen of Attilan
**Former aliases:** The Shatterer
**Place of birth:** None
**Marital status:** Single
**Known relatives:** Mander (father), Azur (mother, deceased), Triton (brother), Black Bolt, Gorgon, Crystal, Medusa (cousins)
**Group affiliation:** Royal Family of the Inhumans
**Base of operations:** Attilan, Blue Area, the Moon
**First appearance:** FANTASTIC FOUR #45
**Origin:** Karnak was the second son of an Inhuman priest/philosopher named Mander and an ocean biologist named Azur. Having sent their first son Triton into the Terrigen Mist when he was an infant, Mander and Azur decided to raise their second child without Terrigen mutation. Karnak was enrolled in his father's religious seminary in the Tower of Wisdom where he trained in various physical and mental disciplines until he was 18 years old. Karnak's mother died in a mysterious undersea mishap. Karnak's father is still a teacher at the seminary.
**Height:** 5' 7".
**Weight:** 150 lbs
**Eyes:** Blue
**Hair:** Black
**Unusual features:** Karnak has an unnaturally large cranium in proportion to his body size.
**Powers:** Karnak possesses a number of superhuman abilities, some derived from his eugenically superior Inhuman heritage, and others from extensive mental and physical discipline. Karnak is physically stronger than human, capable of lifting (pressing) approximately 1 ton. His metabolism is also more efficient, granting him an endurance level of about three times that of an Olympic athlete. His leg muscles enable him to make a standing high jump clearing 11' 2" and a standing broad jump of 21 feet, As an Inhuman male, his natural lifespan is about 120 years (compared to 73 years for an average human male).

Karnak has physically conditioned his body and mind to their peak levels of efficiency. He has voluntary control over most of his body's autonomic functions: breathing, heartbeat, bleeding, reaction to pain, rate of healing, etc. He is extremely lithe and flexible, able to expand and contract his muscles and contort his body into seemingly painful positions. He has toughened all the striking surfaces of his body in general and his hands in particular, so that they are covered with dense callus. Karnak is capable of shattering wood, cinderblock, and even mild steel.

Through mental discipline, Karnak has gained the extrasensory ability to perceive the stress points, fracture planes, or weaknesses, in all objects or persons around him. By striking or applying pressure at these points, he can split or shatter objects made of seemingly invincible substances or render insensate seemingly invulnerable beings of far greater strength than he. This mental discipline is virtually effortless, and Karnak can attain this state of awareness for extended periods of time.

Art by Sandy Plunkett & Josef Rubinstein

# KLAW

**Real Name:** Ulysses Klaw
**Occupation:** Ex-scientist, professional criminal
**Identity:** Publicly known
**Legal status:** Citizen of the Netherlands with criminal record
**Current aliases:** None
**Place of birth:** Vlaardingen, Netherlands
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Former member of the Masters of Evil
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #53
**Origin:** Ulysses Klaw was a physicist working in the field of applied sonics at the Technical University at Delft, who had designed a sound transducer able to convert sound waves into physical mass. The theoretical element necessary to make his device work was Vibranium, a substance known to exist only in certain meteoric deposits in a small African nation. Desperate for a sample, Klaw organized a team of mercenaries to help him seize the element from the African tribe who guarded it, the Wakandas. When T'Chaka, the leader the Wakandan cult of the Black Panther, refused to yield any of the metal from the sacred mound, Klaw ordered his men to kill him. Witnessing his father's death, T'Chaka's adolescent son T'Challa seized Klaw's sonic blaster weapon and aimed it at the marauders, shattering Klaw's right hand with one burst and scattering his troops with a second. Driven away, Klaw vowed to return and wreak vengeance. When he reached civilization, Klaw had his mangled hand amputated and fitted with a claw-like prosthetic device into which he built a sonic-force blaster. Ten years later, he mounted a second attack on the Wakandas. He was opposed by the Fantastic Four and T'Challa, who had succeeded his father as the Black Panther. Thwarted again, Klaw leaped into his massive sonic converter device (the Vibranium for which he had acquired criminally on the open market), hoping to gain superhuman powers to combat his foes. His gamble was successful and Klaw was transformed into a creature whose body was composed of "living sound." In this form, he has pursued his criminal ends, battling an ever-increasing roster of crimefighters, notably the Fantastic Four and the Avengers.
**Height:** 5'11" **Weight:** 175 lbs
**Eyes:** Red **Hair:** None
**Powers:** Klaw possesses a number of superhuman physical powers stemming from his body's conversion into an extra-physical energy form. In some as yet unknown way, Klaw's body is a stable energy-form possessing mass and sentience. This form is not bound by conventional human limitations: Klaw does not need food nor sleep, nor can he be harmed by penetration wounds, disease, shock of impact, oxygen deprivation, etc. He can only exist in a medium that allows the propagation of sound waves: He would dissipate in a vacuum. Since his body is quasi-solid, he can be touched by physical objects. Although it would cause no permanent damage, a sufficiently powerful blow may not only stagger him but cause temporary unconsciousness. Klaw is able to maintain his "sonic state" indefinitely. He cannot transform back into his original organic state.

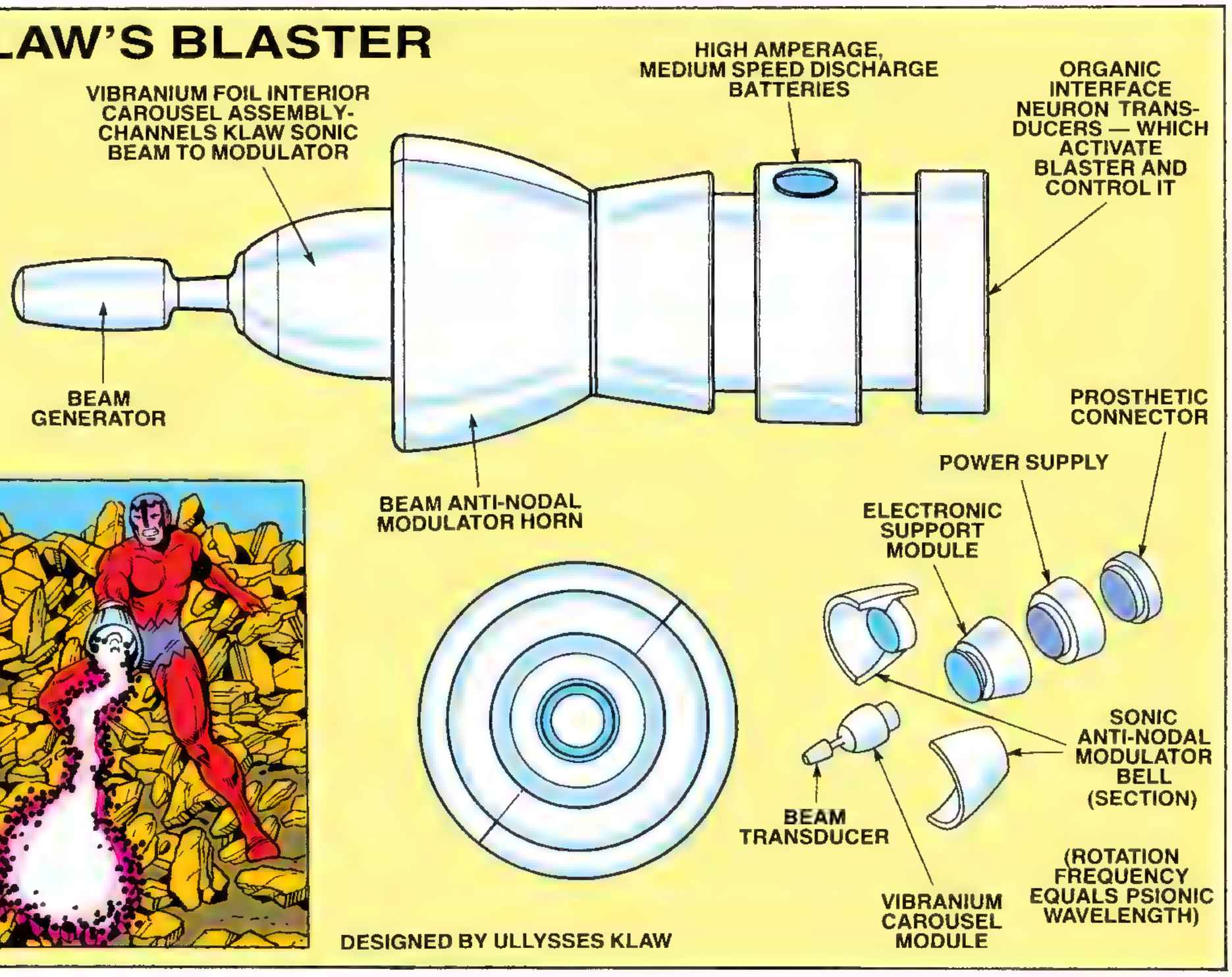
Klaw can bodily transform ambient sound for a variety of uses through his prosthetic sound converter (see *Weapons* below). He can project waves of intense, high-volume sound (maximum loudness: 170 deciBels), capable of deafening anyone within a .6 mile radius. He can convert sound into controlled blasts of concussive force with a maximum force equivalent to 3,000 pounds of TNT. He can also create 3-dimensional, mobile sound/mass constructs possessing such complex forms as those of animals. He shapes and animates these constructs by mental command and they only remain in existence for as long as he wills them. Not possessed of the sentient life force that his own sonic form is, the constructs are not nearly as invulnerable.

Klaw's major vulnerability is his susceptibility to Vibranium, the substance that triggered his original transformation. Because Vibranium absorbs all forms of energy including sound, the nearness of a certain quantity of Vibranium can cause the mass of his energy-form to become unstable and collapse. Usually when this occurs Klaw's body is absorbed by his own prosthetic sound converter.
**Weapons:** Klaw wears a prosthetic device composed of molybdenum steel which contains a miniature version of his sound converter machine. The artificial hand is attached to his sound/mass body by as yet unknown means. Klaw activates the circuitry of the device by pseudo-cybernetic commands.

Art by John Byrne & Josef Rubinstein

# 4

## KLAW'S BLASTER


VIBRANIUM FOIL INTERIOR CAROUSEL ASSEMBLY- CHANNELS KLAW SONIC BEAM TO MODULATOR
HIGH AMPERAGE, MEDIUM SPEED DISCHARGE BATTERIES
ORGANIC INTERFACE NEURON TRANS- DUCERS — WHICH ACTIVATE BLASTER AND CONTROL IT
BEAM GENERATOR
BEAM ANTI-NODAL MODULATOR HORN
PROSTHETIC CONNECTOR
POWER SUPPLY
ELECTRONIC SUPPORT MODULE
SONIC ANTI-NODAL MODULATOR BELL (SECTION)
BEAM TRANSDUCER
VIBRANIUM CAROUSEL MODULE
(ROTATION FREQUENCY EQUALS PSIONIC WAVELENGTH)

DESIGNED BY ULLYSSES KLAW

Art by Eliot R. Brown

# KREE

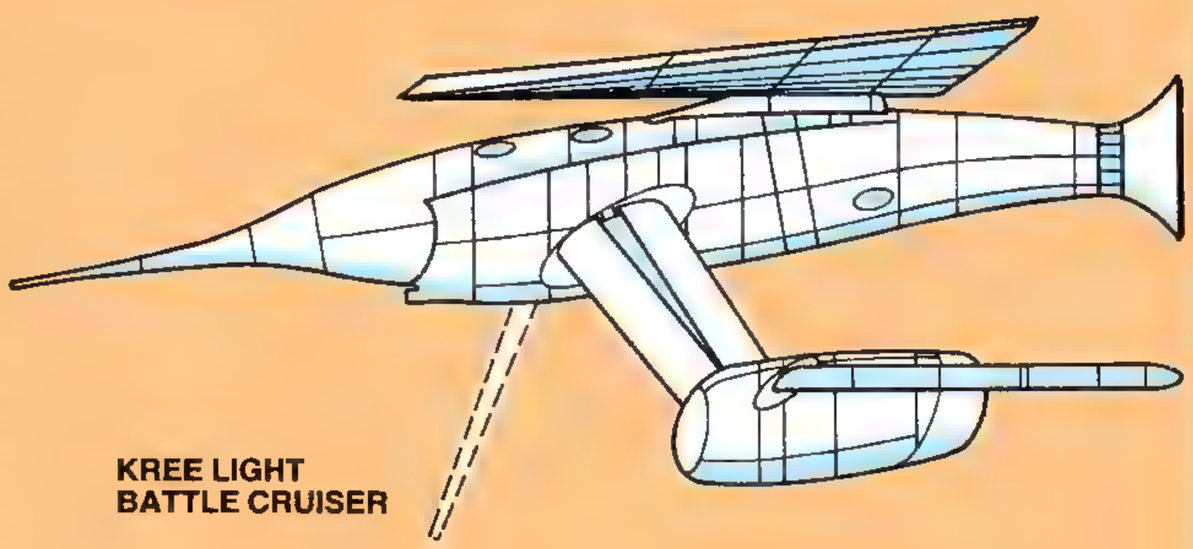
The Kree is an extraterrestrial humanoid race who have created a vast empire in the Greater Magellanic Cloud and have, on certain occasions, trafficked with the beings of Earth. The Kree race began on the planet Hala in the Pama system long before the first mammals appeared on Earth. The original Kree had blue-colored skin (later generations interbred with genetically-compatible aliens to produce the pink-skinned second race). Outwardly humanoid to a large degree, Kree bodies are adapted to environmental characteristics on Hala that are un-Earthlike: notably, higher gravity and a higher nitrogen content in the atmosphere. Although the Kree cannot breathe Earth's atmosphere without special apparatus, their denser bodies afford them about twice the average human being's strength and endurance. Despite their physical superiority and relatively advanced technology, the Kree race has reached the pinnacle of their evolutionary development.

The Kree Empire extends across a thousand worlds in the northwestern lobe (Earth reference) of the Greater Magellanic Cloud. The Kree began their empire over a million years ago, within 100 years of the acquisition of interstellar technology from the then-benevolent race of Skrulls. The Skrulls at the time were attempting to foster a galactic empire based on free trade, and they landed on Hala to help the barbaric natives advance to the point where they could join. Finding that Hala boasted two equally intelligent lifeforms, the humanoid Kree and the plant-like Cotati, the Skrulls proposed a test to determine the worthier race. Enraged that the Skrulls chose the Cotati as superior, the Kree slew the Skrull ambassador and seized the starship and its attendant technology. Mastering it within two generations, the Kree began to attack the Skrulls, thus beginning their now eons-old Kree-Skrull War.

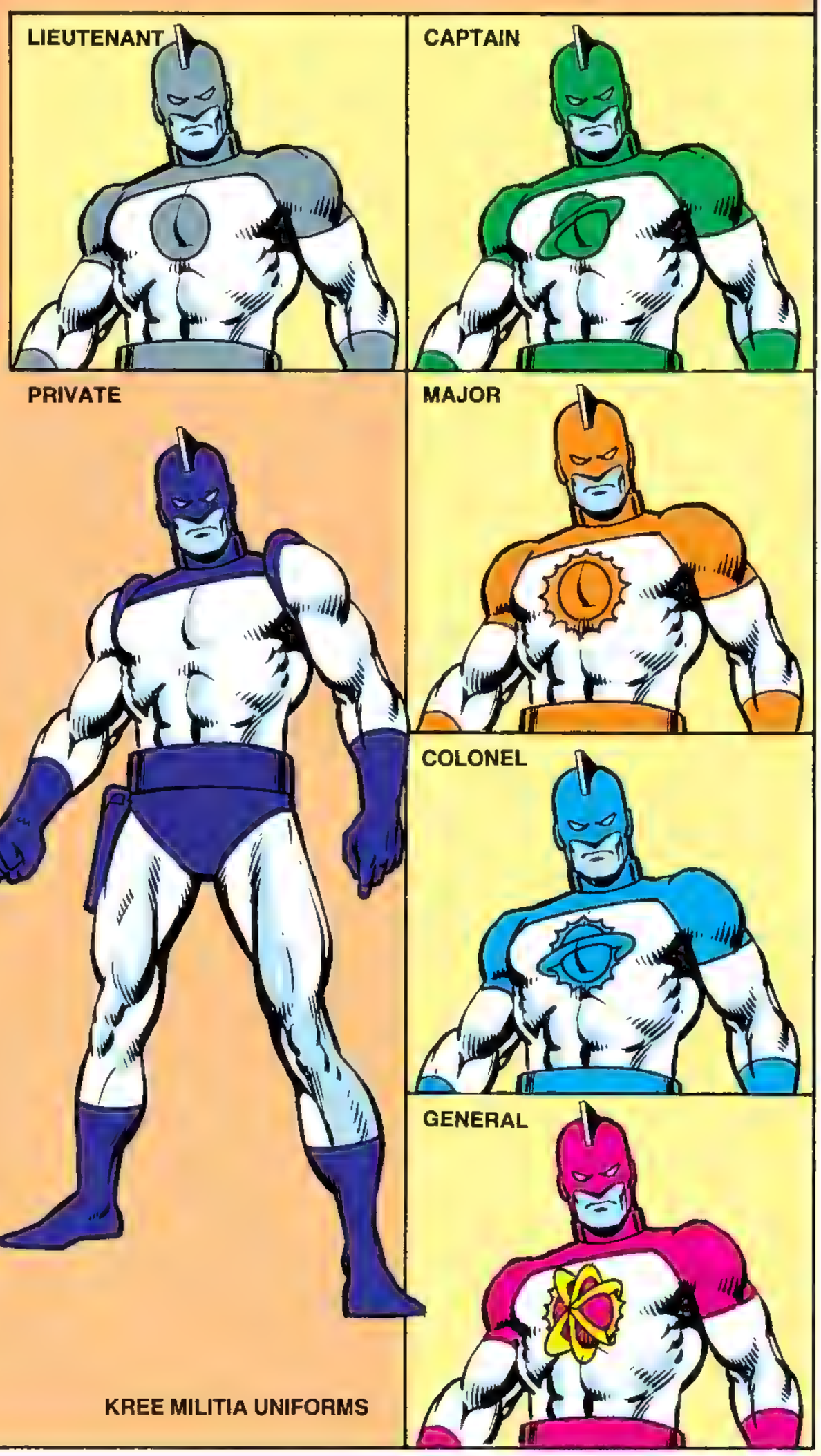
Though Hala is the planet of the Kree's origin, the planet Kree-Lar in the Turunal system is the capital of the Kree empire as well as the seat of the government. The Kree empire is ruled as a militaristic dictatorship. The permanent ruler is the organic computer-construct called the Supremor (or Supreme Intelligence), an immense computer system to which the preserved brains of the greatest intellects of the Kree race have been linked. Aiding the Supreme Intelligence is a number of imperial administrators on Kree-Lar, appointed governors of each of the member-worlds, and a vast standing space militia. The empire also employs powerful automatons called Sentries to keep member-worlds under surveillance.

Although Earth is in a different galaxy from the Kree empire, the Kree have become aware of the small planet and have frequented it and its solar system over the eons. The Kree first learned of Earth from the Skrulls who deposited them and the Cotati on Earth's moon for the test of worthiness. (The Kree built a city in the Blue Area of the Moon.) Once the Kree-Skrull War began, the Kree deposited a Sentry and a weapons depot on the planet Uranus, hoping to maintain a strategic site near one of the Skrulls' known intergalactic space-warp routing access-points. When the human race began the Kree learned of the vast genetic potential in the Earth's dominant lifeform, and created an evolutionarily-accelerated tribe of humanity called the Inhumans. Despite frequent surveillance, the official policy of the Kree government is that Earth is a minor, limited-potential planet of little importance. The upper echelons are aware of the truth, however: not only is Earth in a strategic military position, but its denizens possess the genetic potential to be a serious threat to the already-decaying Kree empire and race.

First appearance: FANTASTIC FOUR #64



KREE LIGHT BATTLE CRUISER




KREE MILITIA UNIFORMS

Art by Keith Pollard & Eliot R. Brown

# LOCKJAW

**Real Name:** Unrevealed
**Occupation:** Companion to the Royal Family of the Inhumans
**Identity:** Known to the Inhumans
**Legal status:** Citizen of Attilan
**Former aliases:** None
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Does not apply
**Known relatives:** None
**Group affiliation:** Companion to the Royal Family of the Inhumans
**Base of operations:** Attilan, Blue Area, the Moon
**First appearance:** FANTASTIC FOUR #45
**Origin:** Unknown. Presumably Lockjaw's teleportational powers are derived from exposure to the Terrigen Mist.
**Height:** 5' (at shoulder)
**Length:** 6' 8" (from muzzle to hock)
**Weight:** 1,240 lbs
**Eyes:** Brown
**Fur:** Brown
**Unusual features:** Lockjaw has a small two-pronged antennae upon his forehead.
**Powers:** Lockjaw possesses great physical strength simply from size alone. Due to his canine physiology he is limited to what he can pick up by its shape, that is, whether he can gain a purchase with his mouth. His mouth, however, is unusually large, as is his head which is about 40 inches from flews to dome. His jaw strength is such that he once clamped onto the Thing's hand and the Thing was apparently unable to free it. Lockjaw possesses sufficient strength to support 3,600 pounds on his back and still be able to walk, as well as the power and physical toughness to dig through ferro-concrete with his paws.

Lockjaw's major power is the ability to teleport himself and up to a dozen people, depending on their total mass (about 1 ton in all) across space and even to other dimensions. In order to teleport another person or object with him, he, she, or it must stand within a radius of about 14 feet from his body, and preferably be in contact with him. He is capable of teleporting himself as little as 10 feet or as far as 240,000 miles (the distance from the Earth to the Moon at its apogee) from his original spot. It is not yet known whether he can teleport farther than that. The process of teleportation is psionic in nature and is accompanied by a visible discharge of energy from his antenna. The precise method in which his brain taps the associated psionic energies and harnesses them for use is not known. Lockjaw's expenditures of energies require different periods of recovery: for example, his maximum effort to date, an Earth-Moon transit, requires about 2.4 hours of recovery until he could minimally teleport again. The teleportation of his own body mass seems to be the least taxing, and teleportation of inanimate matter seems to be the most.

The means by which Lockjaw can determine distances and spatial relationships between points of departure and arrival, including interdimensional ones, is as yet unknown. Presumably it is associated with or augmented by the use of psionic energies.

Lockjaw also possesses a sense of smell so keen that he can track or locate a scent across dimensional space. This would appear to be at least in part extrasensory (psionic), the precise nature of which is as yet unknown.

Art by Bob Budiansky & Josef Rubinstein

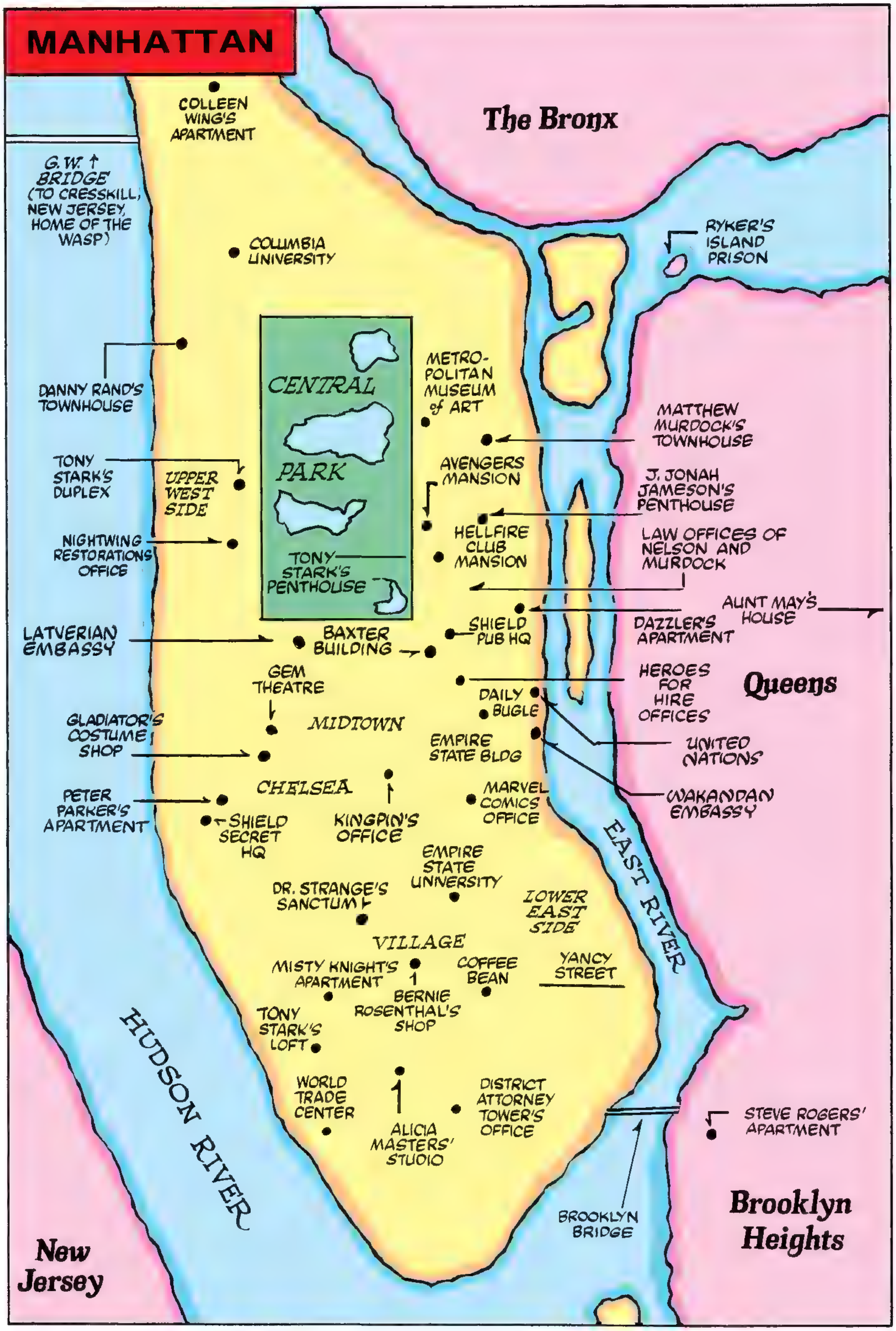
# MAD THINKER

**Real Name:** Unknown
**Occupation:** Professional criminal mastermind
**Identity:** Secret
**Legal status:** American citizen with criminal record
**Other current aliases:** The Thinker
**Place of birth:** Unknown
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Occasional partner of the Puppet Master
**Base of operations:** Mobile (currently in prison)
**First appearance:** FANTASTIC FOUR #15
**Origin:** Unknown. When his activities first became known, the Thinker aspired to take control of the various New York area criminal gangs. He soon abandoned all plans that relied on accomplices of average intellect, preferring to procure the wealth he needed to operate without them. His life currently has two major goals: the accumulation of further knowledge, and the elimination of the random *x*–factor that occasionally interferes with the accuracy of his future-scenario computations.
**Height:** 5' 11"
**Weight:** 215 lbs
**Eyes:** Brown
**Hair:** Brown
**Powers:** The Mad Thinker possesses no superhuman powers but hasgreat intellectual and cognitive abilities, as well as vast mechanical genius. His brain is so naturally adept at higher mathematics that he can perform unaided mental calculations such as finding large, complex, and imaginary square roots, solving algebraic equations including vectors, Boolean logic, probability and statistics, differential and integral calculus, and computing analytic functions. He has an eidetic memory, able to recall99.99% of everything he sees, hears, or reads. His reading rate is about 3,000 words per minute (he has read the complete works of Shakespeare in 1.5 hours). The Mad Thinker's brain is like an organic computer. By "programming" it with all the relevant data possible, he is able to mentally calculate event probabilities to two decimal places. The only thing that ever works against his probability forecasts is the *x*–factor, certain variables of which he is unaware and thus is unable to use in his computations. The Mad Thinker is not an intuitive genius like Reed Richards, capable of creating and inventing: he can only synthesize for his own use what has already been created or invented by others. Though he is the master of all sciences and all areas of knowledge, the Thinker has not contributed any original discoveries to any of these areas.
**Weapons:** The Mad Thinker uses many computers to gather and store information for him. These computers constantly augment his base of knowledge about the world around him and recheck his mental calculations to eliminate as much error as possible.

He generally does not confront his opponents directly so he does not carry many weapons on his person. His only frequently used personal weapon is a monocle-sized hypno-lens, capable of mesmerizing anyone who looks at it. To perform his fieldwork, the Thinker employs a variety of androids, the basic design for which he acquired illegally from Reed Richards. His first and most frequently employed artificial automaton is the "Awesome" Android, an 11-foot tall malleable plastic humanoid capable of mimicking other forms and powers. He has also created the Quasi-Motivational Destruct Organ (see *Quasimodo*), android duplicates of the Fantastic Four, simulacra of various great thinkers from human history, superpowerful android assassins, and numerous medium-power servant androids to tend to his personal comforts and professional needs.

At present, the Thinker has a surgically-implanted, bio-chemically powered, high-frequency, pulse-code modulated radio link to his laboratories, permitting him to be in mental contact with the full range of his private facilities while serving his sentence in prison.

Art by John Byrne & Josef Rubinstein




Art by Mark Gruenwald & Rick Parker

# MARVEL BOY

DECEASED

**Real Name:** Robert Grayson
**Occupation:** Adventurer
**Identity:** Not known to the general public
**Legal status:** Adopted citizen of the Uranus colony
**Other aliases:** Crusader
**Place of birth:** Trenton, New Jersey
**Place of death:** New York City
**Known relatives:** Horace (father, deceased)
**Group affiliation:** Special operative of the U. S. government
**First modern appearance:** FANTASTIC FOUR #164
**Final appearance:** FANTASTIC FOUR #165

**History:** Robert Grayson was the son of rocket scientist Horace Grayson (formerly Horace Grabsheid), a German Jew who immigrated to America when Hitler began his rise to power in Germany. Fearing Nazi reprisal for losing a renowned scientist like him, Grayson began work in America on a private spacecraft to take himself and his infant son into space. Originally planning to orbit the moon until such time as he deemed it safe to return to Earth, Grayson instead made radio contact with a colony of Eternals, an evolutionarily advanced offshoot of humanity, who lived on the planet Uranus (see *Eternals*). The Uranian Eternals had left Earth thousands of years before and were curious about the current state of technology and culture on their world of origin. Thus they encouraged Dr. Grayson to lock onto the signal beam they were broadcasting and come to Uranus. Eventually arriving on Uranus, Dr. Grayson and his son were met with open arms by the small band of Eternals. The Uranus colony was entirely contained within a small five-mile diameter environment-controlled dome. In order to withstand the greater gravity of Uranus, Dr. Grayson and his son were given special gravity-resisting bracelets.

Dr. Grayson was enamored of the tiny peaceful scientific community, and decided to make the place his permanent home. The Eternals listened with rapt attention to his long discourses about life on Earth. Young Robert Grayson was raised as a young Eternal, receiving a scientific education far beyond what he could learn on Earth. Still, Bob Grayson was always curious about the world of his birth, and finally at the age of 17, he convinced his father to let him go there. Before his departure, young Grayson was shown how to regulate his energy-bracelets to absorb and reflect light to use as a weapon if he so required it. Bob Grayson traveled to Earth aboard his father's spacecraft refurbished by Uranian technology and made it back in a fraction of the time the Earth-Uranus voyage took. On Earth, Grayson decided to use his almost superhuman skills and knowledge to battle crime, in order to spread the Uranian way of peace. Dubbed Marvel Boy by the press, Grayson waged his personal crusade for three years before receiving an urgent summons from his father to return to Uranus. Led to believe there was some medical crisis, Marvel Boy tried to acquire a wide variety of medical supplies to take back with him. The process of getting a bank loan to acquire these supplies took weeks. When he finally arrived on Uranus, he found he was too late. Some unseen force had burst the life-sustaining dome around the colony, causing all its inhabitants to die from exposure to Uranus' harsh environmental conditions.

Griefstriken, he believed that he might have been able to save the colony if he had not been delayed by a certain banker on Earth. He decided to return to Earth and avenge his people by dealing with the one he held responsible for his delay. However, en route to Earth, Marvel Boy's ship crossed the path of the comet Kohoutek and inexplicably the comet's radiations caused him to go into suspended animation, aging into adulthood at a very slow rate. When Marvel Boy emerged from the comet's tail about two decades later, his grief had turned to insanity. Crashlanding on Earth, Marvel Boy undertook a campaign of terror under the name Crusader, murdering the banker who delayed his trip back to Uranus, and trying to destroy the banker's business. His rampage was opposed by the Fantastic Four. Recklessly playing with the control-gems of his wrist-bands to augment his power, he accidentally caused them to absorb too much solar energy. In a blinding flash, Robert Grayson disintegrated himself, leaving nothing but his energy-bracelets.

The energy-bands were taken into custody by Reed Richards, who later passed them along to Stark International, where Stark worker Dr. Gilbert Vaughn gave them to his son Wendell to test. Wendell Vaughn currently wears the wrist-bands as well as a version of Marvel Boy's costume, and is known as Quasar (see *Quasar*).

**Height:** (as adult) 5′ 10″ **Eyes:** Blue
**Weight:** (as adult) 170 lbs. **Hair:** Blond

**Powers:** Marvel Boy possessed no superhuman powers but was a gifted natural athlete with a near-genius level IQ.

**Paraphernalia:** Marvel Boy's energy-bracelets, believed to be ancient artifacts of the alien Kree whose supply depot was the site of the Eternals' Uranus colony, were modified by the Eternals to permit their wearer control over gravity and at least some of the electromagnetic spectrum. On Uranus, the bracelets served to allow Marvel Boy and his father (who wore an identical pair) to resist Uranus' greater gravity, and to absorb and regulate the feeble rays of the sun. On Earth, the wrist-bands' gravity-control enabled Marvel Boy to fly, and its solar-absorption enabled him to emit blinding flashes of light. Marvel Boy wore specially polarized contact lenses to protect his eyes from the glare. When he had become the Crusader, he was also able to use the wrist-bands to emit bolts of concussive force.

When Quasar assumed custody of the wrist-bands, he and his scientist father discovered more sophisticated uses for the alien devices.

Art by Dave Cockrum & Josef Rubinstein

# MAXIMUS

**Real Name:** Unrevealed
**Occupation:** None
**Identity:** Secret
**Legal status:** Citizen of Attilan
**Other current aliases:** Maximus the Mad
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Single
**Known relatives:** Agon (father, deceased), Rynda (mother, deceased), Black Bolt (brother), Gorgon, Triton, Karnak, Medusa, Crystal (cousins)
**Group affiliation:** Royal Family of the Inhumans, leader of "Evil Inhumans"
**Base of operations:** Attilan, Blue Area, Earth's Moon
**First appearance:** FANTASTIC FOUR #47
**Origin:** Maximus was the second son of two of Attilan's top geneticists, Agon, the head of the ruling Council of Geneticists, and Rynda, director of the Prenatal Care Center. Subjected to the DNA-altering Terrigen Mist when he was an infant, Maximus peculiarly showed no outward sign of any mutagenic change. As he matured, he hid his developing psionic powers from the community but was less successful at disguising his antisocial tendencies. When he was about 16, his elder brother Black Bolt was released from the protective chamber in which he had been confined since birth due to the destructive nature of his Terrigen mutation. One of Maximus's first responses to his brother's freedom was an unsuccessful attempt to make him release his power and thus lose his freedom. A month later, Black Bolt witnessed Maximus making a treacherous pact with an emissary of the Kree, the alien race responsible for genetically accelerating the Inhumans eons before. In an attempt to stop the fleeing emissary so that he could be questioned by the ruling council, Black Bolt used his forbidden power of the quasi-sonic scream and blasted the alien ship out of the sky. When the ship crashed to earth, it landed on the parliament building, killing several key members of the Genetics Council, including the boys' parents. The reverberations of Black Bolt's voice also affected Maximus, who was standing nearby, addling his sanity and suppressing his nascent mental powers. When Black Bolt assumed the throne shortly thereafter, Maximus vowed to oppose his brother and eventually usurp his rule. On numerous occasions, Maximus attempted such schemes, even succeeding for brief periods. Eventually Maximus's psionic powers resurfaced and he had an additional tool to further his ambitions. Maximus vacillates between periods of harmless madness and lucid malevolence.
**Height:** 5' 11" **Weight:** 180 lbs
**Eyes:** Blue **Hair:** Black
**Powers:** Maximus is an inventor of genius level intellect who possesses the psionic power of mental coercion. Despite his insanity, Maximus retains an excellent theoretical and practical knowledge of mechanics and physics, enabling him to construct often elaborate machines and devices from common, simple materials. These devices are frequently capable of extraordinary effects. (See Weapons.)

Maximus's single power enables him, at certain stages of his fluctuating sanity, to impose his will upon other beings' minds. By a simple act of concentration, Maximus produces and projects a psionic energy that can numb the minds of those it is projected toward, allowing him to direct the conscious thoughts or simple actions of others. While he is capable of numbing the minds of as many people as there are within a 20-foot radius of him, he can only direct one sort of behavior at a time. He can impose a certain behavior on either a single individual or as many people as are in his radius. Maximus is especially good at controlling the actions of the limitedly intelligent Alpha Primitives worker class. Maximus's power can even cause short-term amnesia if he overpowers a mind with sufficient force. He can blank peoples' minds or control their actions for as long as he so concentrates: they revert to normal as soon as he stops.
**Weapons:** Maximus has created a vast array of weapons and machines, including an "atmo-gun," force field projectors, psychic energy transformers, and androids, all out of relatively harmless, common objects.

Art by John Byrne & Josef Rubinstein

# MEDUSA

**Real Name:** Unrevealed
**Occupation:** Royal translator
**Identity:** Secret
**Legal status:** Citizen of Attilan
**Former aliases:** Madame Medusa
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Single
**Known relatives:** Quelin (father), Ambur (mother), Crystal (sister), Black Bolt, Maximus, Karnak, Gorgon, Triton (second cousins)
**Group affiliation:** Royal Family of the Inhumans, former member of the Frightful Four and Fantastic Four
**Base of operations:** Attilan, Blue Area, Earth's Moon
**First appearance:** FANTASTIC FOUR #36
**Origin:** Medusa was the first of two children born to the Inhuman nutritionists Quelin and Ambur. Her father Quelin was the brother of Rynda, wife of Agon, king of the Inhumans, and as such she has been considered part of the Royal Family. Medusa's parents elected to expose her to the mutagenic Terrigen Mist when she was an infant, and the process endowed her with certain powers. While still in adolescence she began to make frequent visits to the isolation cell of her second cousin, Black Bolt, and learned to communicate with him in a special sign language. Medusa and Black Bolt developed a special bond between them that blossomed into love when Black Bolt was first allowed out of his cell at the age of 18. In the aftermath of the first coming of the Trikon, Medusa left the Inhumans' Great Refuge. Afflicted with amnesia, the Inhuman wandered Europe, finally being taken into the protective custody of the criminal Wizard. In America, Medusa became one of the Wizard's original Frightful Four. Eventually members of the Royal Family tracked her down and helped restore her memory. Except for a brief stint as the Invisible Girls's replacement in the Fantastic Four, Medusa has chosen to remain at Black Bolt's side as his royal companion.
**Height:** 5' 11" **Weight:** 130 lbs
**Eyes:** Green **Hair:** Red
**Powers:** Medusa possesses a long, thick head of hair, every strand of which has greater tensile strength, modulus of elasticity, and shear resistance than an iron wire of the same thickness (average hair diameter: .045 inches), as well as the psychokinetic ability to animate her hair for a number of feats. Her hair, approximately 6 feet in length while relaxed, can elongate to almost twice its normal length with only about a 25% loss of overall tensile strength. One strand of hair, 2-feet long, can support 6.4 pounds, a fist-sized lock of hair can support about 750 pounds and her whole head of hair can lift about 3,200 pounds (1.6 tons). A portion of her hair must be used to anchor the rest at these greater weights, so that more than her scalp/skull is used as a brace.

Medusa can control the movement of her hair as if it were countless thin appendages growing from her head. A psionic field permeates her mutagenically altered hair-cells, causing mutual attraction across the gaps between strands,in the same manner as the ionic potential across the gaps between L and K layers of smooth muscle tissue. These relatively small forces operate in conjunction to develop larger forces. Through concentration, she can psionically move her hair in any manner imaginable. She can snap the length of it through the air like a whip (the tip of which moves faster than the speed of sound), or rotate it in a fan-like manner. She can bind persons or objects with it as if it wer rope or use it to lift objects which weigh more than she could lift with her arms. (Her scalp, skull, and neck do not support the weight of an object that she lifts: it is held aloft by the psionic force coursing through the hair.) Medusa can also perform delicate manipulations with her hair such as lock-picking or threading a needle, and such complex acts of coordination as typing or shuffling a deck of cards. Although she has no nerve endings in her hair, she can "feel" sensations on all parts of her hair by a form of mental feedback from her psionic field.

As yet Medusa has not manifested her psychokinetic powers in any way except the animation of her own hair. Whether she has the potential to control other fibrous substances other than her own hair (as can the mutant Gypsy Moth) has not yet been determined.

Art by John Byrne & Josef Rubinstein

# MOLE MAN

**Real Name:** Unknown
**Occupation:** Former nuclear engineer, now ruler of the Subterraneans
**Identity:** Unknown
**Legal status:** Citizen of Subterranea with no criminal record
**Former aliases:** None
**Place of birth:** Unknown
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Former ally of the Red Ghost, partner of Kala, leader of the Outcasts
**Base of operations:** Subterranea
**First appearance:** FANTASTIC FOUR #1
**Origin:** Very little is known about the Mole Man. The only existing accounts of his life have all been related by him, and are subject to his own biased interpretation of the facts. According to the Mole Man, his bizarre physical appearance had caused him to be shunned and ridiculed since childhood. Believing that total loneliness would be better than the cruelty shown to him by his fellow men, the Mole Man decided to exile himself from humanity. He began searching for the legendary land which allegedly existed at the center of the Earth. His travels encompassed many years, and took him to the far points of this world. Eventually, his quest took him to a deserted island located within the Bermuda Triangle. Naming this island Monster Isle, the Mole Man discovered a cavern which led him deep into the bowels of the Earth to the underground domain of Subterranea. Populated by nearly mindless, docile creatures (see *Subterraneans*), the world below was very much to the Mole Man's liking. Declaring himself the emperor of Subterranea, the Mole Man confiscated weaponry created and abandoned by the race of Deviants and began to instruct the Subterraneans in the art of war. His original plan was to use his loyal legions of Subterraneans to strike back at the surface world. However, as years passed, his thoughts of vengeance quietly receded, and the Mole Man's interests have centered more and more on the protection and defense of his underground kingdom.
**Height:** 5' 5"
**Weight:** 185 lbs
**Eyes:** Brown
**Hair:** Grey
**Unusual features:** The Mole Man is short in stature, overweight, and extremely nearsighted. His posture is very poor, and his unusually large nose gives him a grotesque, almost molelike, appearance.
**Powers:** The Mole Man possesses no superhuman powers except for heightened senses that have developed naturally to compensate for his poor vision. His hearing is especially acute. The Mole Man is unusually lithe and his years of exploration have physically toughened him. His deceptive paunch is actually a sensible store of fat. As a student, he was educated in the ways of kendo, or fighting with quarterstaff.
**Weapons:** The Mole Man carries an apparently simple walking staff at all times. Actually, there are several staffs, each with different built-in weaponry. The staffs generally are 6 feet in length, made out of aluminum or wood, and have patterns of gentle ridges and bumps around the handgrip areas. The weapons revealed so far include an electronic blaster (producing lightning-like discharges of about 60,000 volts), a flame-thrower, a vibro-charge blaster (producing high-energy, ultrasonic beams that are tuned to the specific ambient rock strata which can cause cave-ins in tunnels), and a laser cannon (an estimated 200 watt, green laser that can carve through several feet of granite per minute). All of the staffs appear to contain a low-energy radar that "displays" incoming information on the staffs' gentle ridges and bumps. Each staff is booby-trapped with a galvanic-response meter that is tuned to the Mole Man's skin conductivity and no one else's.

The Mole Man uses an early version of nuclear weapons test Range Officer's PLZT flash-goggles (PLZT: lead lanthanum zirconate titanate compound which becomes completely opaque to incoming radiation within a few nanoseconds when electrically activated; useful for watching a nuclear detonation) that protect him from any harsh light. The Mole Man uses a variation of this old design which only partially reduces incoming light. Over the years, his eyes have become used to an average of 2 footcandles of illumination. This is bright for a cave, so he has twin image intensifiers, mounted within each eye-slit, which amplify incoming light by a factor of 1,000, to allow him to freely see under the usual .005 footcandle he encounters.

The Mole Man has used and modified machinery and devices abandoned by the Deviants. He has used a device to lower buildings, foundation and all, beneath the earth, a giant computer which was used to generate the specific radio frequency to scramble the signals transmitted via the optic nerve, and a mammoth laser cannon pumped up by a natural hot spring heated by molten magma.

Art by John Byrne & Josef Rubinstein

# MOLECULE MAN

**Real Name:** Owen Reece
**Occupation:** Former laboratory technician, now megalomaniacal criminal
**Identity:** Secret
**Legal status:** Citizen of the United States with a psychiatric record
**Former aliases:** None
**Place of birth:** Brooklyn, New York
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** New York area
**First appearance:** FANTASTIC FOUR #20
**Origin:** Owen Reece was a laboratory technician working at a commercial nuclear plant called the Acme Atomic Corp who was disgruntled by the long hours and low pay. One day he became careless and activated one of the experimental particle generators and was bombarded by an unknown form of radiation. The bombardment caused certain mutagenic effects on his body, granting him control over the molecules of all inorganic matter. Finding a simple metal rod through which to focus his power, Reece named himself the Molecule Man and employed his power to terrorize New York City. He was defeated when the Fantastic Four tricked him into attempting to use his molecular manipulative powers on their organic forms. Uatu the Watcher, in an oath-violating action, then removed Molecule Man from Earth and placed him in confinement on a world in another dimension where time passes at an accelerated rate. Unable to escape, Reece created himself a humanoid construct to serve as a companion. By as yet unknown means, Reece invested it with a portion of his own consciousness and let the being think he was his son. Dying of old age, Reece bequeathed his power to his "son," and the being, not bound by human limitations, escaped the world and made his way back to Earth. In an attempt to avenge his "father," the new Molecule Man encountered and battled the Thing of the Fantastic Four. Dependent on the metal wand to maintain his existence in this dimension, the new Molecule Man disintegrated when the wand was taken from him. The consciousness of the true Molecule Man, as well as his powers, had been preserved in the wand, however, and the Molecule Man could overpower the minds of whoever touched the wand and take control of their bodies. The wand passed through the hands of a succession of holders: a young girl named Cynthia McClellan, a pugilist named Aaron Stankey, and Reed Richards of the Fantastic Four. Finally, Reece's mind managed to reassemble a close facsimile of his own mutated body, and transferred his powers and consciousness out of the wand and into the body. Threatening to destroy the world, the Molecule Man was persuaded by the Avenger Tigra to give himself up and seek psychiatric help.
**Height:** 5' 7" **Weight:** 140 lbs
**Eyes:** Blue **Hair:** Brown
**Unusual features:** The Molecule Man has a series of jagged scars radiating from the bridge of his nose in a lightning-like pattern, the result of the accident that gave him his powers.
**Powers:** The Molecule Man possesses the ability to mentally control and transform the molecules of all matter except living organic matter. Through concentration, he projects a psionic-manipulative energy, the precise nature of which is unknown, that alters the arrangement of molecules according to any visualized pattern. He can animate inanimate materials by causing constant mass movement of molecules: for example, make a brick building walk. He can rearrange molecules so radically that he transmutes elements from one substance to another: for example, he can turn air into glass. The maximum area he can affect at a single time is not yet known. In the past, however, he has enclosed the entire island of Manhattan in a plexiglass barrier, and converted a 2 square mile parcel of land into an ornate palace. Once he effects a change in the arrangement of molecules in a quantity of matter, it remains in its new configuration until he consciously changes it back. Even if he is rendered unconscious, the transformed substances remain. The Molecule Man can even affect the molecules of matter with mystical properties (such as Thor's hammer), matter fashioned by vast cosmic power (the Silver Surfer's surfboard), and matter composed of the most impervious materials devised by man (Captain America's adamantium-vibranium shield). The process of molecular manipulation does not cause the Molecule Man any more exertion than performing simple arithmetic.

The Molecule Man is a physically below average human being with no athletic abilities or fighting skills.
**Note:** The Molecule Man used to employ an ordinary steel rod as a prop to help him focus his powers. He has since learned to direct his powers without the use of a medium. His "son," for as yet unknown reasons, was able to use the rod to affect the molecules of organic matter, a power the Molecule Man himself does not possess.

Art by John Byrne & Josef Rubinstein

# NOVA

**Real Name:** Frankie Raye
**Occupation:** Former interpreter, now herald of Galactus
**Identity:** Secret
**Legal status:** Citizen of the United States with no criminal record
**Former aliases:** Human Torch
**Place of birth:** New York City
**Marital status:** Single
**Known relatives:** Phineas T. Horton (alias Thomas Raye, stepfather)
**Group affiliation:** None
**Base of operations:** Known universe
**First appearance:** (as Frankie Raye) FANTASTIC FOUR #164, (as Human Torch) FANTASTIC FOUR #238, (as herald of Galactus) FANTASTIC FOUR #244, (as Nova) FANTASTIC FOUR #257
**Origin:** The identities of Frankie Raye's parents are not yet known. Following the death of her father when she was a child, Frankie's mother married Prof. Phineas T. Horton, who at that time had changed his name to Thomas Raye. Horton was the inventor of the original android Human Torch, a crimefighter active in the 1940s and 1950s. When Horton read the first public accounts of Johnny Storm, the new Human Torch, he became incensed that someone was using the name of his inactive android creation. Seized with the desire to recreate the android Torch, Horton took his stepdaughter to a deserted chemical warehouse where the government had impounded all of his paraphenalia. As she helped her father collect the materials to renew his work, Frankie tripped on a rotting floorboard. The agitated chemicals in the drum she was carrying exploded in flame, engulfing her body. The vintage chemicals caused an instantaneous mutagenic reaction upon contact with her body, conferring upon her the android Torch's ability to burst into flame without harm to herself. Guilty about what had happened to her, Horton hypnotized Frankie to fear fire, and later gave her a costume of unstable molecules designed to inhibit her flaming abilities. He also gave her a post-hypnotic suggestion to forget about her unusual ability. However, when she began dating Johnny Storm, the new Human Torch, the hypnotic block began to weaken, finally shattering completely. She became the Human Torch's comrade in arms for a few weeks until the planet-eater Galactus returned to Earth. Motivated more by a desire for adventure and a chance to see the universe than altruism, Frankie Raye volunteered to become Galactus' herald in exchange for the Earth's safety. Galactus agreed and augmented her existing powers with his vast cosmic power. Despite Johhny Storm's protests, Frankie Raye left Earth with Galactus to lead him to worlds suitable for sustenance. Frankie Raye eventually took the name "Nova" since she now shone like an exploding star.
**Height:** 5' 6"**Weight:** 140 lbs (Earth gravity)
**Eyes:** White **Hair:** None
**Unusual features:** Nova's entire body, particularly her head, is plumed with cosmic flame.
**Powers:** Nova possesses the ability to manipulate cosmic energy in the form of stellar fire. Her entire organic carbon-based body was transformed by Galactus to accomodate the nuclear energies that course through her. These energies make her the humanoid equivalent of a miniature sun. Projected from any point on her body by mental command, Nova's energies encompass the entire electromagnetic spectrum possessed by a star: heat, light, gravity, radio waves, and charged particles. The maximum amount of energy she can produce is determined by her mass. When a majority of atoms in her body are in fusion, her energy level is equivalent to the outer layers of a small star. The maximum amount of heat she can produce is 900,000° Fahrenheit. The maximum amount of light she can produce is in excess of 2 x $10^{25}$ candela. With a minor manifestation of her stellar powers, she can burn through any Earthly substance (with the possible exception of adamantium). She can project a stream of fire resembling a solar flare for distances of up to several hundred miles. Nova can control the path of her cosmic fire to such an extent that she can project a sustained ring of flame at a fixed distance around any object.

By utilizing her power uni-directionally, Nova can fly at nearly light-speed through interstellar space. (Flying at such speeds near planetary bodies could cause devastating gravitational disturbances among the planets.) Nova can even traverse hyperspace with no danger to herself. She can make use of the gravitational fields of stars to help brake her speeds.

As a consequence of her cosmic form and metabolism, Nova is far stronger and more durable than a human being. If she channeled her cosmic energy into an act of physical strength, she could lift (press) about 40 tons. Although she still possesses a physical body, she is virtually impervious to most forms of physical harm. Her body automatically incinerates any projectile that comes within her fiery corona. She is immune to aging, disease, and muscle fatigue. She no longer needs air, and thus can exist indefinitely in the hard vacuum of space. Nova's major limitation is that her brain is still organic in function, and needs occasional sleep to satisfy recidivistic instincts. It is possible that a severe concussion to her body could cause temporary unconsciousness, but it would take a radical dispersal of the molecules of her body to kill her.

Art by John Byrne & Josef Rubinstein

# OVERMIND

**Real Name:** Grom
**Occupation:** Former gladiator
**Identity:** Unknown to the general public of Earth
**Legal status:** None
**Former aliases:** Champion of Champions
**Place of birth:** Planet Eternus (now non-existent), somewhere in the Andromeda Galaxy
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Defenders
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #111

**Origin:** Grom was born on the ancient planet Eternus, a member of a highly advanced, belligerent race of humanoid aliens who are now extinct. Eons ago, the Eternians learned to control aging and eliminate natural death. To prevent overpopulation, the Eternian governments sanctioned interstellar warfare and conquest which regularly claimed the lives of multitudes. When enemies could not be found to wage war against, the government held gladiatorial spectacles called The Games. Grom was a naturally skilled gladiator who earned in combat the title Champion of Champions. Soon after Grom's coronation, the Eternians discovered Gigantus, a huge planet on which dwelled an equally advanced but peaceful civilization. Immediately they launched an attack upon the world. Because Gigantus was several hundred times larger than Eternus (about the size of Jupiter), the war became very costly and difficult for the Eternians to sustain. Finally it was decided to simply obliterate the planet. The Eternians showered Gigantus with immensely powerful nuclear warheads and detonated them, destroying the planet. A huge armada of Gigantians, however, who had learned the ways of war after eons of peace, escaped the world's destruction and attacked Eternus in retaliation. Unprepared for so devastating an attack, the Eternian defenses fell. Government leaders realized that their race faced total extinction. Desperately Eternian scientists prepared to transform Grom, the race's most outstanding physical specimen, into the receptacle of the collective consciousness and mental might of Eternus. As the surviving population of Eternus marched into huge "synthesizing chambers" scattered across the planet, their organic brains were converted to pure mental energy and projected into Grom. When the process was complete, and only the scientists who conducted the process were left alive, the capsule containing Grom was launched into space to incubate until the being learned to control the powers of his group mind. Eons passed. Then Grom emerged as the Overmind, a warrior who possessed the collective psionic power of one billion brains and who carried in his memory the subliminal command to subdue the universe.

The Overmind attacked the first inhabited planet he came upon, the Earth, but was defeated by the Fantastic Four with the aid of the enigmatic alien being called the Stranger. The Stranger claimed to be the embodiment of the collective psionic power of all the surviving Gigantians (see *Stranger*). The Stranger's psionic abilities proved to be more powerful than those of the Overmind and he shrunk the Overmind to microscopic stature and exiled him to a mote of dust. Several years later, a demonic creature called Null the Living Darkness located the Overmind and decided to use him as a pawn in his scheme of conquest. However, when he restored the Eternian to his original power and stature, Null accidentally transported the Overmind to an alternate Earth other than the one upon which he had met his defeat. This Earth was the home of the Squadron Supreme. Null and the Overmind battled the Squadron, who sent for reinforcements in the persons of the Defenders. A being composed of the psychic union of six of the alternate Earth's most powerful telepaths also aided in the struggle, and were instrumental in neutralizing Null and the Overmind. At the battle's end, the Overmind's Eternian consciousness was driven outy of its body and the six telepaths, lacking physical bodies, took refuge inside him. Now possessing a benevolent mind and a small fraction of his former mental might, the Overmind returned with the Defenders to their world. After parting company with the group, he set forth for parts unknown.

**Height:** 10' **Weight:** 750 lbs
**Eyes:** Black **Hair:** Red

**Powers:** Overmind possesses superhuman physical attributes derived from his alien nature as well as vast psionic powers. As the ultimate physical specimen of an ancient alien race, Overmind's body is far superior to a human being's, able to lift (press) approximately 10 tons (without the augmentation of his psionic powers). He is also immune to disease and aging and has greater than human endurance and recovery time by a factor of 5.

Overmind possesses the combined psionic powers of six moderately-powerful human psionic/telepaths. He can "read" the thoughts of others and project his own thoughts into others' minds, within an as yet undetermined radius. He can also project illusions of apparently opaque 3-dimensional objects into the minds of those within his field of view, providing it is a single image. It is not known how long he can sustain a given illusion or how many minds he can project illusions into at once.

The Overmind also possesses limited psychokinetic ability, enabling him to levitate objects (whose weights do not exceed that which he can physically lift without psionic augmentation) within approximately 50 feet of him. He can project psychokinetic force over a range of .001 pounds per square inch to 20 pounds per square inch of overpressure (equivalent to an explosion of 10 pounds of TNT at a range of 15 feet). By directing concussive psychokinetic blasts at people or objects, he could kill a human being at a maximum range of 10 feet or eventually severely deform a plate of 1-inch thick steel. The Overmind also appears to have a degree of precognitive ability, the extent of which is yet unknown. It is also not known how long the Overmind can project his psionic energy before fatigue impairs his abilities.

As a group intelligence made up of six once-separate consciousnesses, the Overmind has a gestalt personality greater than the sum of its parts. Through concentration, he can allow one of his six component personalities to temporarily manifest itself as dominant. When doing so, he usually creates an illusion of the physical image of the manifest group member.

By generating as much psionic energy as he can and channeling it back into his physical body, the Overmind can augment his physical strength by a factor of 7 for brief periods of exertion. Hence, he can sometimes lift (press) 70 tons. This channeling takes such concentration that he cannot use any of his other abilities at the same time.

Art by Jackson Butch Guice & Josef Rubinstein

# PSYCHO-MAN

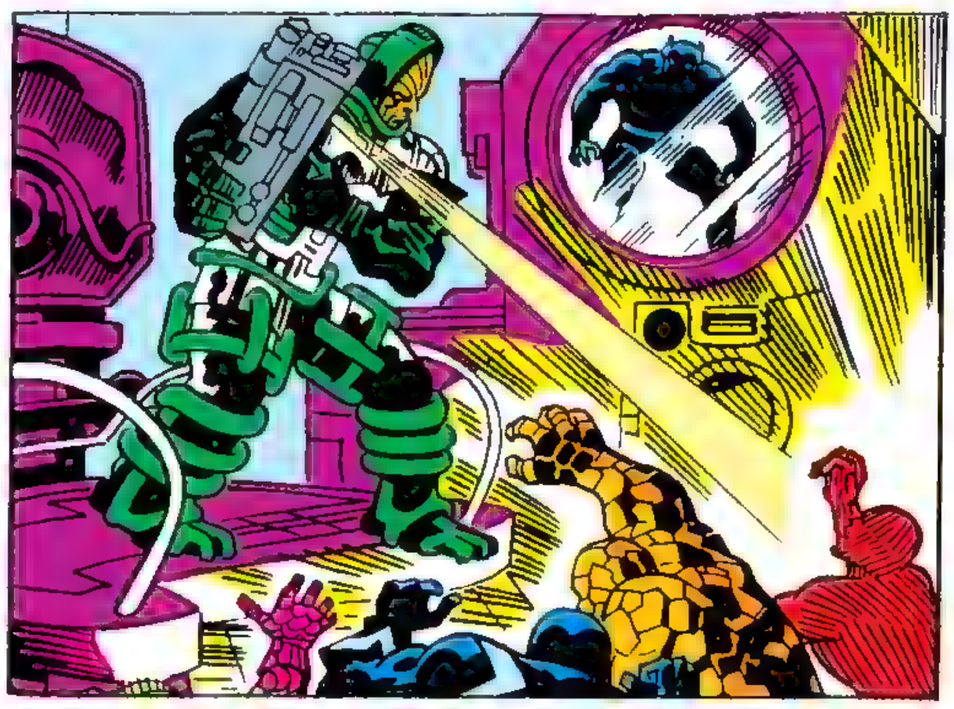
**Real Name:** Unknown
**Occupation:** Scientist
**Identity:** His existence is not known to the general public of Earth
**Legal status:** Citizen of Traan, Sub-Atomica system
**Former aliases:** None
**Place of birth:** Traan
**Marital status:** Unknown
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Sub-Atomica is an extradimensional solar system, once believed to be an atom of matter existing in our dimension. (The model of the atom as a solar system has been proven erroneous with the advent of quantum physics). To breach the dimensional barrier between Earth and the Sub-Atomica dimension (or any "microscopic" universe), one must decrease the space between the atomic particles of a given piece of matter. At a certain critical level of reduction, the distorted matter is in resonance with natural apertures into the Sub-Atomica dimension. The physical laws there permit large size variations without detrimental mass/volume ("cube-square" law) side-effects. Other size variations occur during the transition to the Sub-Atomica dimension so that incoming bodies can enter the dimension at a size relative to a planetary volume, and quickly shrink to relatively normal size as mass is radiated in the form of Sub-Atomica gravitons.
**First appearance:** FANTASTIC FOUR ANNUAL #5
**Origin:** The being known in Earth's dimension as the Psycho-Man is the unnamed chief scientist of the technocracy that exists on the planet Traan in the Sub-Atomica system. When the five-planet Sub-Atomica system became severely overpopulated, the government ordered the scientists to find other worlds to colonize. The chief scientist determined that it would be easier to travel to extradimensional worlds than extrastellar ones. Scrutinizing the Earth with his scanning devices, he chose it as the perfect target, since its populace appeared to be exceptionally susceptible to his unique emotional weaponry. Fashioning a portable emotion-projector and an armored battle suit to permit him to withstand Earth's conditions at the appropriate size of its inhabitants, the scientist traveled to Earth. Calling himself the Psycho-Man, he enlisted a number of human operatives to help him acquire the components (too numerous and massive to transport through the dimensional aperture) to build a large-scale version of his "mind-ray" emotion-control device. His plans, however, were thwarted by the Fantastic Four, Inhumans, and the Black Panther. In defeat, Psycho-Man vacated his Earth-scale armor and returned to his home dimension. He has not made subsequent forays against the Earth (perhaps finding other worlds easier to conquer), although several times Earth heroes have travelled to Sub-Atomica and encountered him.
**Height:** Indeterminate
**Weight:** Indeterminate
**Eyes:** Unknown **Hair:** Unknown
**Powers:** The Psycho-Man is an extradimensional humanoid alien, whose specific characteristics are unknown since he has only been seen when in full body armor. The physical characteristics of his race, besides basic humanoid configuration, are also unknown, since none of them have been seen either. The Psycho-Man possesses great intelligence, scientific knowledge, and mathematical genius (perhaps the equivalent of Earth's Reed Richards), which presumably are superior to that of the majority of his race. This genius has enabled him to devise an extraordinary number of technological weapons and devices (see Weapons).
**Weapons:** Psycho-Man's major weapon is a portable emotion-stimulator device which projects a ray that in an unknown way stimulates the centers of emotion within the brain. The portable device is equipped to trigger 3 major emotional states: fear, doubt, and hate, the emotions that the Psycho-Man finds most effective in dealing with others. The stimulator-box has a control panel that enables the Psycho-Man to control the duration and intensity of the emotional states he induces in others. The maximum duration of the emotional state produced by a single exposure to the emanations of the box is not known. He can, however, produce such an intense state of fear that it will cause a human being to die of heart strain. Frequently, the fear-ray causes its target to hallucinate a particularly fearsome image, dredged from his of her own subconscious, which only the victim can perceive. The Psycho-Man has other, non-portable emotion-inducing weaponry, with greater range and effectiveness. (He was in the midst of constructing one that could have blanketed the Earth with its rays, affecting the minds of every being on the planet, when he was defeated.)

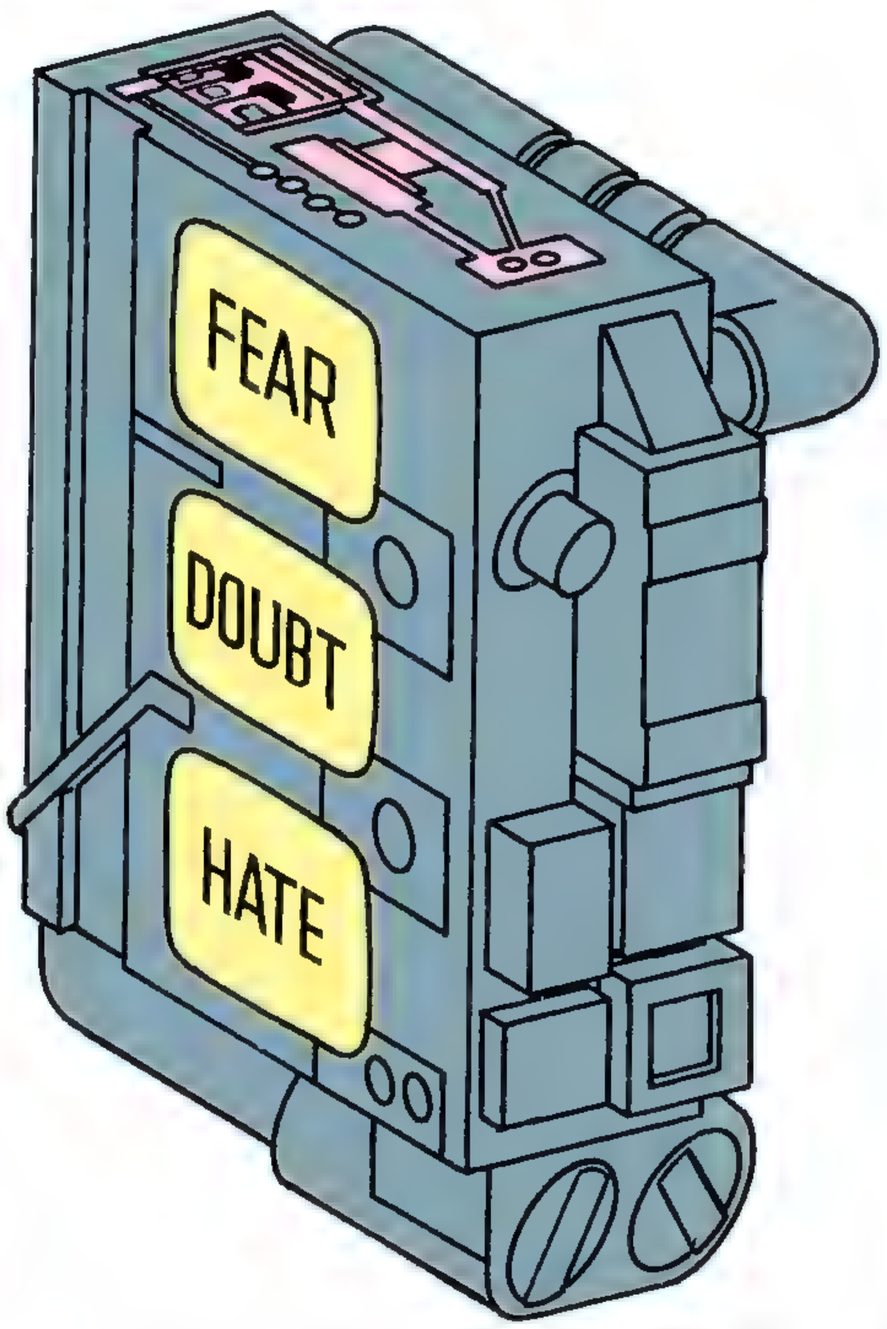
The Psycho-Man employs a number of full-body suits of armor, many of which have been specially modified to give him specific powers and capacities. He has worn armor, for example, which provided him with sufficient strength to engage the Thing in hand-to-hand combat. All of his armor is cybernetically controlled.
**Transportation:** The Psycho-Man has a "worldship" containing all of the technological resources to carry out his projects. This ship is a self-contained environment which can travel through interplanetary space, but is too large to traverse the interdimensional barrier between Sub-Atomica and Earth. The specific capacities of the ship are unknown.

Art by John Byrne & Josef Rubinstein

# PSYCHO-MAN'S CONTROL BOX

Psycho-Man's major weapon is a portable emotion-stimulator device which projects a ray that in an unknown way stimulates the centers of emotion in the brain. The portable device is equipped to trigger 3 major emotional states: fear, doubt, and hate, the emotions that the alien Psycho-Man finds most effective in dealing with Earth beings. The stimulator-box has a control panel that enables the Psycho-Man to control the duration and intensity of the emotional states he induces in others. The maximum duration of the artificial emotional state produced by a single 5-second exposure to the emanations of the box is not known. He can, however, produce such an intense state of fear that it will cause a healthy human being to die of a heart attack. Frequently, the fear-ray causes its target to hallucinate a particularly fearsome image which only the victim can perceive. The Psycho-Man's control-box, like all of his armament and weaponry, is constructed by an unknown technology and empowered by an unknown energy source.






Art by Eliot R. Brown

# PUPPET MASTER

**Real Name:** Phillip Masters
**Occupation:** Former biologist, now craftsman and professional criminal mastermind
**Identity:** Publicly known
**Legal status:** Naturalized citizen of the United States with a criminal record
**Former aliases:** None
**Place of birth:** Dragorin, Transia
**Marital status:** Widowed
**Known relatives:** Marcia Masters (wife, deceased), Alicia Masters (stepdaughter)
**Group affiliation:** Former partner of the Mad Thinker and Egghead
**Base of operations:** New York area
**First appearance:** FANTASTIC FOUR #8
**Origin:** Phillip Masters was born in the tiny Balkan country of Transia, his parentage unknown. He lived there until the age of 8 when his parents emigrated to America. A precocious child, Masters learned English rapidly and did very well at his studies in school. He was, however, a social outcast, for his cultural differences and personality made it difficult for him to make friends. He spent much of his spare time making wooden marionettes and sculpting clay figurines from the unusual clay he had brought with him from his native land. Masters eventually enrolled in college and sought a degree in biology. While there he met two fellow students, Jacob Reiss and Marcia Deaton, who became his first real friends. Upon graduation, Masters joined Reiss as a partner in a small research center in upstate New York which Reiss's inheritance had enabled him to establish. Reiss had, by that time, married Deaton and had sired an infant daughter Alicia. Masters soon began to resent the success of his partner (his wealth, his wife, and his child), believing that he would never have the same. One night, his bitterness overwhelmed him and he decided to rob his partner of one of his successes by sabotaging the research facility where they worked. Reiss, however, had noticed the lights on in the main building and stopped to investigate, leaving his family in the car.

Caught in the act, Masters pummeled his partner, finally knocking him into a vat containing some of the unusual clay from Transia, which they were using in their experiment to recreate the primordial conditions on Earth which promoted the first development of life. Reiss's plunge into the vat precipitated the explosion which Masters had rigged. The explosion caught Masters, as well as Marcia and Alicia, who had come from the car to see what was keeping Reiss. Although they all miraculously escaped major injury, Alicia was blinded by exposure to hot, vaporized clay. Not revealing exactly how Jacob Reiss had come to die, Masters courted his partner's widow. She married him a year later, simply so her daughter would have a father. Masters had finally achieved all the things that had been his partner's, but at the expense of his step-daughter's sight. He determinedly tried to reformulate the mixture that had exploded, believing that its formulation might contain the answer to curing Alicia's blindness. Although he failed in this task, he did learn that his special clay had properties he had never dreamed of. By molding it into the likeness of a person, Masters found that he could mentally control the actions of that person by manipulating the figurine.

Soon after Masters's wife Marcia died from long-acting poisons she was exposed to in the explosion, he sold the research center and moved to Manhattan. Placing his stepdaughter in a school for the visually handicapped, he opened a sculpture workshop and withdrew into his own world of figurine-making. While testing the extent of his control over others, the Puppet Master, as he now called himself, encountered and was thwarted by the Fantastic Four. Masters's stepdaughter Alicia, whom he had taught the art of sculpture, began a long-term relationship with the Fantastic Four's Benjamin Grimm (alias the Thing). In the years since, Masters has been a dangerous enemy of the Fantastic Four. an ally of certain other criminal masterminds, and a threat to humanity.

**Height:** 5' 6" **Weight:** 150 lbs
**Eyes:** Brown **Hair:** Bald
**Unusual features:** For a brief time, the Puppet Master wore latex appliances on his face and foam rubber padding on his body to disguise his appearance. He referred to his disguise as "plastic surgery."
**Powers:** The Puppet Master possesses no superhuman powers, and is below average in physique and fighting abilities.
**Weapons:** The Puppet Master's major weapon is the quantity of unusual clay he uses to form likenesses of various persons, enabling him to control their actions. The clay's peculiar properties stem from the area from which it was taken, Wundagore Mountain in Transia. Wundagore Mountain has been the tomb of the Elder God Chthon since the Sixth Century A.D. and the terrain above the demon has gained certain mystical properties caused by the demon's proximity. (The Puppet Master himself does not attribute the clay's properties to magic but its mild radioactivity.) Not only is the clay used by the Puppet Master capable of certain psychoactive control over people, but dolls made from the wood of Wundagore Mountain (used by Django Maximoff, the adoptive father of the Transia-born twins Quicksilver and the Scarlet Witch, and Nathan Dolly, alias Mr. Doll) also have a similar property. The effect of the Puppet Master's clay has been further enhanced by his constant experimentation and use. The clay enables the Puppet Master to control a person's actions by either physical manipulation of the effigy (for example, moving the puppet's arms, causes the victim's arms to move) or by mental manipulation (thinking of a certain action while he stares at the puppet will mystically transfer that command to the victim). The limits to the clay's range and effectiveness have yet to be discovered. The Puppet Master is generally able to control only one victim at a time. The period of control lasts for only as long as the Puppet Master wills it. The Puppet Master is able to cause a person to do anything within that person's abilities, including acts against the victim's conscience.

The Puppet Master has also employed various automatons built for him by such criminal geniuses as the Mad Thinker, the Tinkerer, and Doctor Doom.

Art by John Byrne & Josef Rubinstein

# QUICKSILVER

**Real Name:** Pietro Maximoff
**Occupation:** Consort
**Identity:** Publicly known
**Legal status:** Former citizen of Transia, naturalized citizen of the United States, current citizen of Attilan
**Former aliases:** Pietro Frank (For several years, Quicksilver believed Robert Frank to be his natural father.)
**Place of birth:** Wundagore, Transia, Europe
**Marital status:** Married
**Known relatives:** Crystal (wife), Luna (daughter), Wanda Maximoff (sister, alias Scarlet Witch), Magneto (father), Magda (mother, presumed dead), Django Maximoff (adoptive father), Marya Maximoff (adoptive mother, deceased)
**Group affiliation:** Former member of the Brotherhood of Evil Mutants, former member of the Avengers, current unofficial member of the Royal Family of the Inhumans
**Base of operations:** Attilan, the Moon
**First appearance:** X-MEN #4

**Origin:** Pietro Maximoff is the son of the mutant called Magneto and the gypsy Magda. (For a full account of his life from birth to early childhood, see the entry on his twin sister, Wanda Maximoff, the *Scarlet Witch.*) He and his sister were constant companions since childhood, and despite their closeness in age, he always assumed a paternal attitude toward her. The two times that the Scarlet Witch's mutant powers seemed to wane, he took a leave of absence from the Avengers to accompany her in her quest to restore them. When the Scarlet Witch began to become romantically involved with the Vision, Quicksilver condemned her relationship with a pseudo-human synthozoid, causing their first major rift. The rift was mended some time after the Scarlet Witch married the Vision when the telepath Moondragon permanently altered Quicksilver's prejudice towards the Vision in a self-righteous employment of her powers (see *Moondragon*). Quicksilver left the Avengers under mysterious circumstances while the group was engaged in battle with the Sentinels. Sustaining injuries in battle, Quicksilver was taken to medical care by the Inhuman named Crystal whose dimension-spanning companion Lockjaw happened upon the scene of the battle. Months passed before Quicksilver was well enough to contact his companions to tell them of his circumstances. Quicksilver became romantically involved with his rescuer Crystal, and the two married after a brief courtship. The wedding, held in the Himalayan refuge of Attilan, was attended by the Inhumans, the Avengers, and the Fantastic Four. Quicksilver tendered his resignation to the Avengers in order to remain with his wife in the land of the Inhumans. He left the Inhumans to aid the Avengers only when he was transported against his will by the Collector. Not long after the birth of his and Crystal's first child, Luna, he learned the truth about his parentage. Magneto had stumbled upon the woman who midwifed their birth and discovered that they were his children. Confronting Quicksilver and his sister in Attilan with the revelation, Magneto apparently hoped to sway his children to join him in his new life crusade. Quicksilver denounced Magneto for his callous treatment of them when they were members of his Brotherhood of Evil Mutants and refused to believe he had amended his megalomaniacal ways. Quicksilver currently is the honorary commander of the Inhumans' standing militia.

**Height:** 6' **Weight:** 175 lbs
**Eyes:** Blue **Hair:** Silver

**Powers:** Quicksilver possesses the superhuman capacity to run at great speeds. His entire body is oriented toward the rigors of high-speed running. His cardiovascular and respiratory systems are many times more efficient than human, able to function at rates of 8 to 10 times that of normal. His metabolism is such that he can make use of an estimated 95% of the caloric energy content of foodstuffs (normal human use is about 25%). The chemical processes of Quicksilver's musculature are centered around high-energy reactions that are greater than human by a factor of 25. His body does not generate fatigue-poisons, the normal by-products of locomotion which force the body to rest. Rather, his body constantly expels waste products during his accelerated respiration through exhalation. His joints are smoother and lubricated more efficiently. His tendons (where much energy is stored during the act of running) have the tensile strength of spring steel. His bones contain unknown materials significantly more durable than calcium to withstand the dynamic shocks of his feet touching the ground at speeds of over 100 miles per hour. Quicksilver's practical reaction time is about 5 times faster than human, and the speed at which his brain processes information is heightened to a level commensurate with his bodily speed, enabling him to perceive his surroundings while travelling at high velocities. Quicksilver's lachrymose is more viscous than normal, thus preventing rapid evaporation and replenishment of surface fluids on his eyeballs under the influence of high wind velocity to occlude his vision.

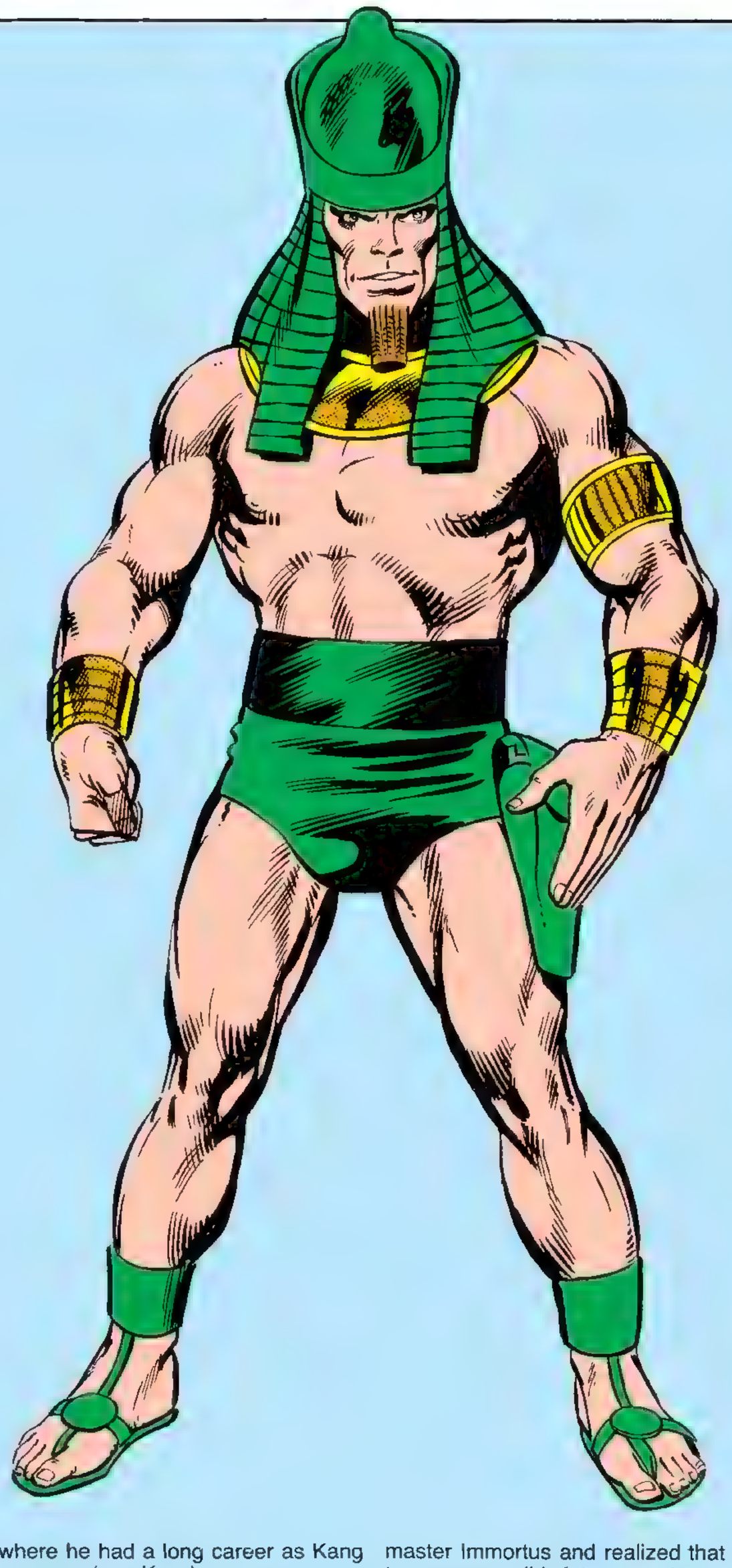
Quicksilver has been timed at speeds of up to 175 miles per hour, approximately 3 times faster than the fastest land animal, the cheetah. He has sufficient energy reserves to enable him to run at this average speed for about 4 hours, whereupon he must reduce his speed, or replenish his body's store of energy, or both. His starting and stopping accelerations are about 3 times this speed (estimated: 500 miles per hour +), but last for a few hundredths of a second. These brief, higher speeds represent the physical limits of the materials that compose his body, and they draw a surge of energy some 20 times greater than his average speed.

Quicksilver has used his powers of acceleration for various feats. He has plucked an arrow out of the air from a standing start, after the arrow left the bow and travelled a distance of about 20 feet. He has dodged machine gun fire, but presumably he was able to see the path of the bullets change as his assa lant was attempting to track him with a burst. He has created cyclone-like gusts of wind by racing around in a ten-foot diameter circle, which are able to knock a man off his feet.

Art by Alan Weiss & Josef Rubinstein

# RAMA-TUT

**Real Name:** Unknown
**Occupation:** Pharaoh
**Identity:** Secret. His existence is not known to the general public of Earth.
**Legal status:** Unknown
**Former aliases:** None
**Other aliases:** Scarlet Centurion, Kang the Conqueror, Immortus
**Place of birth:** Earth
**Marital status:** Single
**Known relatives:** Victor von Doom (unspecified ancestor)
**Group affiliation:** None
**Base of operations:** Earth
**First appearance:** FANTASTIC FOUR #19
**Origin:** The birth and early life of Rama-Tut are shrouded in mystery. He was born in one of Earth's alternate futures of the 30th Century (a different one from that which was conquered by the alien Badoon; see *Guardians of the Galaxy*) and being a man of adventure in a time of world peace and prosperity, he was discontented. Discovering a time machine on the ruins of one of his ancestors' property, the man who would call himself Rama-Tut embarked upon a life of conquest and adventure. He began looting various time eras for weaponry and technology, prominent among which was the militaristic 25th Century. Finally he decided to set up a base of operations in the Egypt of 2950 A.D. (the Second Dynasty). Creating a sphinx-like idol to house the time machine, he travelled back to the past. Due to a miscalculation, however, some of his temporal circuitry was damaged upon arrival, and he sustained an injury to his optic nerves. Despite his blindness, he subjugated the native Egyptians with his superior weaponry. One of the native healers brought him a rare herb that helped restore his sight. Until such time as he could repair his time machine, he was stranded in this era. In the 4th year of his reign, he was visited by the 20th Century's Fantastic Four, who had travelled to the past by means of one of Doctor Doom's time machines. They had learned of a possible cure for blindness on an ancient hieroglyph and hoped to obtain it to cure Alicia Masters (see *Puppet Master*). After a short-lived victory over the Fantastic Four, the self-styled pharaoh escaped to his now-operative time machine control module and left, destroying all evidence of his remaining technology. On his way to the future, he was delayed by a "time storm" that temporarily blocked his passage beyond the mid-20th Century A.D. Happening upon Doctor Doom, Tut revealed that Doom was the ancestor of his whose time machine he found and modified. In the course of their conversation, Doom offered the unfounded speculation that they might not be ancestors but the same person living in two different time eras at different times of his life. Although such a conclusion was both insupportable and implausible, Tut humored Doom, so impressed was he with his formidable presense. After he returned Doom to Earth, Tut was inspired by this meeting to adopt a suit of body armor and a metal mask incorporating protective and offensive devices. Although he told Doom he would leave the 20th Century to him to conquer, Tut found that he could not as yet travel forward, due to the effects of the time storm. Hence, taking the armored identity of the Scarlet Centurion, he went to Earth and succeeded in conquering the governments of the Earth with the unwitting aid of the Avengers. (This world diverged from the mainstream history as a consequence of his extratemporal interference.) Eventually thwarted, he resumed his course for the future, where he had a long career as Kang the Conqueror (see *Kang*).



At 60 years of age, one of Kang's many temporal counterparts (diverged by his frequent extratemporal interference) returned to ancient Egypt to be its benevolent ruler, having tired of a litetime of conquest. Ruling with compassion for 10 years, he meditated upon the sins of his life, and became determined to try to undo some of them. No longer having a working time machine, Tut had himself placed in suspended animation. In the mid-20th Century he was awakened by the Avenger named the Swordsman (an event he claimed to have foreknowledge of) and attempted to help the Avengers thwart one of Kang's most critical conquests, the capture of the Celestial Madonna. In the course of doing so, he encountered the time master Immortus and realized that Immortus was a possible future counterpart of himself. Journeying to the transtemporal realm of Limbo to investigate the secrets of time, Rama-Tut became Immortus (see *Immortus*).

**Height:** 6' 3" **Weight:** 230 lbs
**Eyes:** Brown **Hair:** Brown
**Powers:** Rama-Tut possesses no superhuman powers.
**Weapons:** Rama-Tut's major weapon is his time-ship, which is a slightly earlier version of the one he used as Kang (see *Kang's Time-Ship*). He also has employed an "ultra-diode" raygun that is capable of sapping the wills of other human beings by generating a specific neuronic frequency that numbs the cerebral cortex. He has built various robots based on his ancestor's designs.

Art by John Byrne & Josef Rubinstein

# RED GHOST

**Real Name:** Ivan Kragoff
**Occupation:** Scientist turned criminal mastermind
**Identity:** Secret
**Legal status:** Citizen of the Union of Soviet Socialist Republics
**Former aliases:** None
**Place of birth:** Leningrad, U.S.S.R.
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Former partner of the Mole Man and Attuma
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #13
**Origin:** Ivan Kragoff, a scientist working for the Soviet government, had distinguished himself among party leaders with his advanced theories on cosmic radiation. These theories were largely based on observation and study of America's Fantastic Four, who had gained superhuman powers from exposure to cosmic rays. Kragoff proposed that he and a team of apes he had trained be sent in a rocket of his own design into Earth orbit to undergo exposure to cosmic rays. His project was approved. Unknown to Soviet officials, however, Kragoff timed his launch to coincide with a spaceshot Reed Richards had planned, intending to meet Richards on the Moon and use whatever superhuman powers he might develop to defeat the American scientist whom he fiercely envied. In a cosmic ray storm similar to the one that empowered the Fantastic Four, Kragoff acquired the ability to make his body intangible at will. His companion apes developed supersimian abilities. The Fantastic Four battled Kragoff, who now called himself the Red Ghost, and his apes and left him on the Moon upon his defeat.

Sometime later, the Red Ghost forced the Fantastic Four to go back to the Moon for a rematch. He was again defeated at the site of the Blue Area of the Moon, home of the Watcher. At the end of the battle, the Ghost fell into a matter transporter belonging to the Watcher. This transported him back to his Soviet leaders, who, frustrated with him after two failures, expelled him from the Party and impounded his apes. The Red Ghost escaped imprisonment in Siberia by using his intangibility powers to drift down below the surface of the Earth. During the next few years, the Red Ghost recovered his apes and allied himself with such criminals and subversives as the Mole Man, Attuma, and the Unicorn. He was once motivated by finding a way to restore his superhuman abilities which had faded away as a gradual side effect of his passage through the Watcher's matter transporter. Another time he found himself trapped in mist form and sought the aid of American industrialist Anthony Stark. When Stark failed to help him, the Red Ghost searched the Earth for yet another means to reobtain normal form. The Fantastic Four's Reed Richards inadvertantly proved to be the Red Ghost's salvation. His ability to become tangible restored, he escaped after being soundly defeated by Richards. Although he surfaced once in the United States, the current whereabouts of the Red Ghost and his apes are unknown.

**Height:** 5' 11" **Weight:** 215 lbs
**Eyes:** Brown **Hair:** White

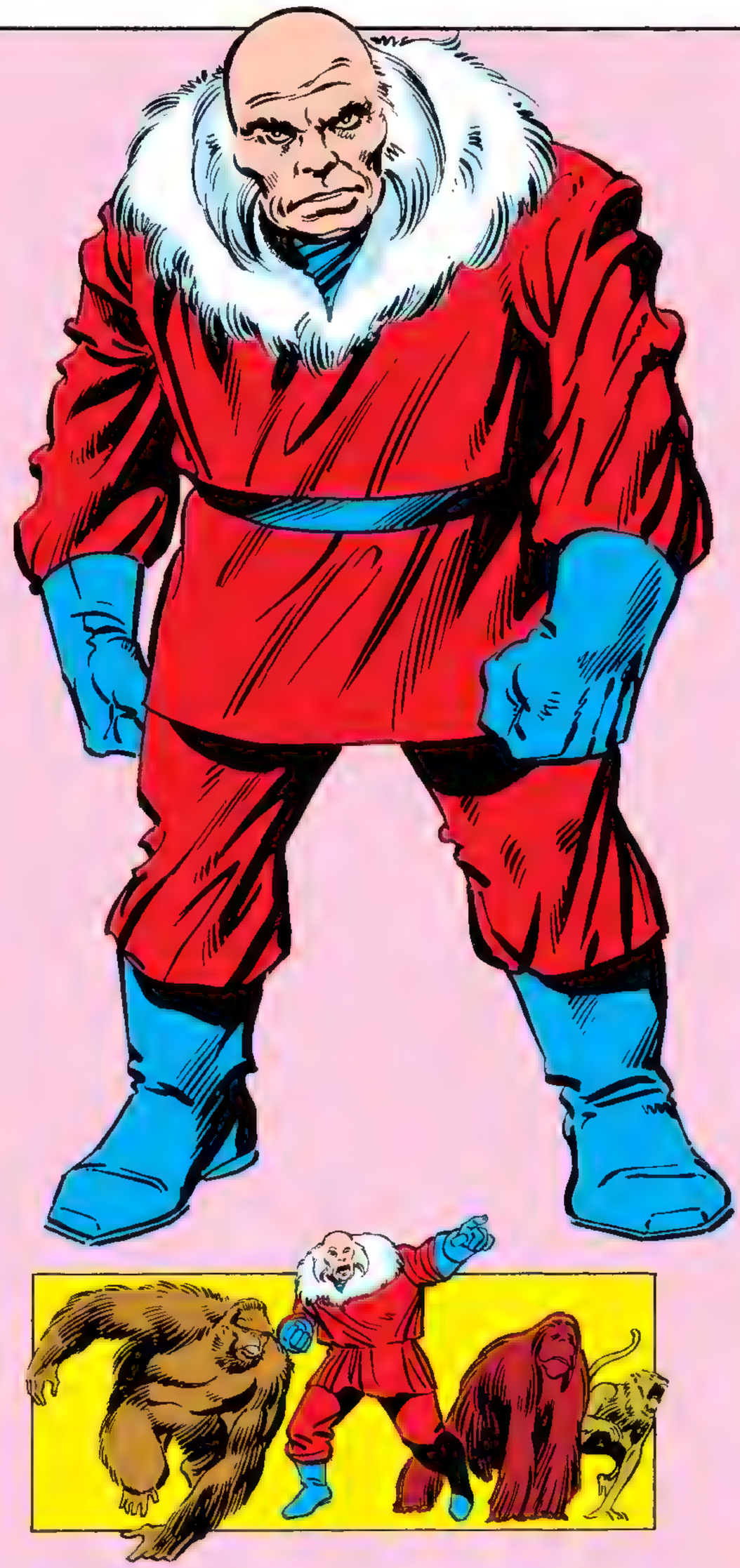
**Powers:** The Red Ghost possesses the ability to become intangible at will. As a result of exposure to unusually active, high frequency cosmic radiation which saturated his body, the Red Ghost's atoms have been restructured to substitute "psions" (subatomic particles whose frequencies are in the psionic region of the electromagnetic spectrum) for "gluons" (sub-atomic particles which carry the forces that bind the nucleus of an atom together). The Red Ghost possesses a psionic field which enables him to maintain control over a large cloud of loosely arranged atoms which revolve around a locus of points that was his human form.

Through concentration, he can achieve different degrees of intangibility, from a semi-solid state to a diffuse mist. While he cannot turn invisible, he does become translucent when he takes the form of mist. The Red Ghost can alter the tangibility of parts of his body independently. This enables him to hold a weapon in his hand while the rest of his body is intangible. While intangible, his body metabolism enables him to go without eating or without breathing for extended periods of time.

Through an unknown mechanism, he can induce intangibility in other, inanimate objects.

The Red Ghost has subjected himself to various intense cosmic radiation treatments over the years. The Red Ghost's atomic structure is now highly unstable, causing periodic variation in the extent of his powers. At one point, the Red Ghost lost his powers completely and was forced to undergo a second cosmic ray bombardment to restore them. At another time he was incapable of maintaining his normal solid form.

**Accomplices:** The Red Ghost usually employs as henchmen a trio of specially trained, cosmic ray-treated, supernormally powered apes. The three apes that serve him, a baboon, orangutan, and gorilla, have the ability to shift shape, the ability to magnetically polarize himself so as to attract or repel objects, and supernormal strength, respectively.



Art by John Byrne & Josef Rubinstein

# RONAN THE ACCUSER

**Real Name:** Ronan
**Occupation:** Supreme Public Accuser of the Kree Empire
**Identity:** Publicly known throughout the Kree Empire; his existence is not generally known of on Earth.
**Legal status:** High-ranking citizen of the Kree Empire
**Former aliases:** None
**Place of birth:** The planet Hala, Pama system, Kree Empire, Greater Magellanic Cloud
**Marital status:** Unknown
**Known relatives:** None
**Group affiliation:** Leader of the Kree Accusers, member of the Supreme Council of the central government of the Kree Empire, former partner of Zarek in a conspiracy against the Kree Supreme Intelligence.
**Base of operations:** Citadel of Judgment, the planet Kree-Lar, Turanal system, Kree Empire, Greater Magellanic Cloud
**First appearance:** FANTASTIC FOUR #65
**Origin:** Ronan was born into one of the leading families of the Kree aristocracy, which purports fo trace its ancestry back millions of years to the original Kree tribes of the planet Hala (see *Kree*). These aristocratic families are thus of the original bluish-skinned Kree race, which traditionally has possessed more legal and political rights, and greater social and economic success than the pink Kree, who are the result of Kree intermarriage with similar humanoids of other planets in the Kree Empire. The aristocratic families of Hala abstain from intermarriage with pink Kree and detest them as inferior beings for their partially alien genetic makeup.

Due to his high social rank, Ronan was immediately admitted into the Accusers at junior officer rank, upon completing his education. The Accusers are an elite corps of Kree government officials, entirely made up of blue Kree, that has been in existence for millions of years. It is the responsibility of the Accuser class to enforce and administer justice throughout the galaxy-wide Kree Empire. Ordinary Kree police, and all government officials of planets within the Empire and not inhabited by Kree, are responsible to the Accusers. The Accusers prosecute, judge, sentence, and execute all Kree below their aristocratic class who are accused of crimes. (Except in special cases, only Kree high officials or aristocrats receive jury trials.) The Accusers also act as prosecutors, judges, and executioners in cases on Kree-ruled planets, or even planets like Earth on which the Kree have established bases, which involve real or alleged activities judged by the Kree to be against the interests of the Kree Empire. The Accusers strictly adhere to the severe Kree legal code, which permits death, exile, and forms of brainwashing as punishment for numerous offenses. In special cases the Accusers themselves go forth to capture alleged criminals. The Accusers oversee Kree military operations conducted for punitive and imperialistic reasons. Accusers also act as governors and high officials of planets which the Kree place under martial law.

Ronan made a rapid rise through the Accuser corps, winning high commendations for his bravery and skill in capturing many rings of alleged traitors, and in helping to put down various rebellions. He held a number of planetary governorships, each time receiving a more important world to rule. Finally, as a result of his great success in leading a fleet of warships against the Skrulls in a major border incident, Ronan was promoted by the Kree Supreme Intelligence (see *Supreme Intelligence*) to the office of Supreme Public Accuser. In this role, the third most important in the entire Kree Empire (only the Supreme Intelligence and the Imperial Minister rank above him), Ronan was addressed as "Ronan *the* Accuser," a simple title which inspires great awe throughout the Empire.

As Supreme Public Accuser, Ronan only personally went on missions of the highest importance to the Empire. Such was his mission to Earth given him by the Supreme Intelligence to punish the superhuman Earth beings known as the Fantastic Four for their disabling of a Kree Sentry (see *Sentry*), a feat that very few could accomplish. However, the Fantastic Four defeated Ronan. The Supreme Intelligence blamed Ronan for his failure. Ronan, determined to avenge his defeat, was angered by the Supreme Intelligence's decision to put Earth under observation rather than to sanction any full-scale reprisals. Ronan had long disagreed with the Supreme Intelligence's liberal policies toward racial integration and intermarriage of blue Kree with pink Kree or with non-Kree humanoids so that the genes of the blue Kree race might be revitalized.) As an ambitious, aristocratic blue Kree with strong racial pride, Ronan did not believe that the empire should be ruled by a nonhumanoid entity like the Supreme Intelligence. Hence, when Kree Imperial Minister Zarek, another blue Kree aristocrat who shared Ronan's opposition to racial integration, proposed that the two of them form a conspiracy to depose the Supreme Intelligence, Ronan readily accepted.

The Supreme Intelligence learned of the conspiracy, however, and had both Ronan and Zarek apprehended and imprisoned. Ronan, though, had widespread and powerful support from the entire Accuser corps, the aristocracy, and much of the armed forces. Some of his supporters freed him from prison, whereupon Ronan killed the Supreme Intelligence's guards and seized control of the Empire. Shortly thereafter, a major new Kree-Skrull War broke out, during which the captive but not yet helpless Supreme Intelligence activated the vast latent psionic powers of the Earth youth Rick Jones. Jones used his powers to paralyze Ronan and his armed loyalists on Kree-Lar, and the Supreme Intelligence took power once again

The Supreme Intelligence put Ronan under its psionic control and used him in an unsuccessful battle against the Kree Captain Mar-Vell (alias Captain Marvel I). Ronan's will, which had been greatly strengthened through years of using the Universal Weapon (see Weapons), continually but unsuccessfully resisted the Supreme Intelligence's control until finally, Ronan's mind snapped and he went insane. The Supreme Intelligence, in need of influential allies when it had fallen from power, restored Ronan's sanity and formed an alliance with his former opponent. The Supreme Intelligence now believed that the exploitation of Earth humans, with their potential for vast psionic powers, was the key to revitalizing Kree genetic stock, and was therefore no longer intent on pushing blue Kree integration with other races still further. After an unsuccessful encounter with Captain Mar-Vell and Ms. Marvel (see *Binary*), Ronan returned to Kree-Lar and his old position as Supreme Public Accuser under the Supreme Intelligence, which is again firmly in control of the Kree Imperial Government.

**Height:** 7' 5" **Weight:** 480 lbs
**Eyes:** Blue **Hair:** Unknown
**Skin:** Blue

**Powers:** Ronan has no superhumanoid powers that ordinary Kree do not possess. However, all Kree have evolved muscles capable of withstanding the gravity of Hala, which is greater than that of Earth's, and have bodies whose density is greater than human. The average Kree has roughly twice the strength and endurance of an Earthman, and some, due to their particular genetic makeup, like Captain Mar-Vell and Ronan, have even greater strength. Ronan can naturally lift (press) 10 tons. His special armor contains a powered exoskeleton which increases his strength even further, so that he can lift 60 tons, making him almost as strong as the Thing (see *Thing*).

**Weapons:** All Accusers carry a weapon called the "cosmi-rod" (approximate English translation). As Supreme Public Accuser, Ronan wields the most powerful and versatile of the cosmi-rods, called the Universal Weapon. The Universal Weapon uses cosmic energy in some as yet unknown manner to create a variety of effects, controlled by its wielder's will. Among the many capabilities of the Universal Weapon are: the disintegration, rearrangement, and transmutation of matter, the projection of concussive energy, the absorption of energy, control over gravity, the creation of force fields and "time-motion displacement fields," and interstellar teleportation along hyperspatial passages.

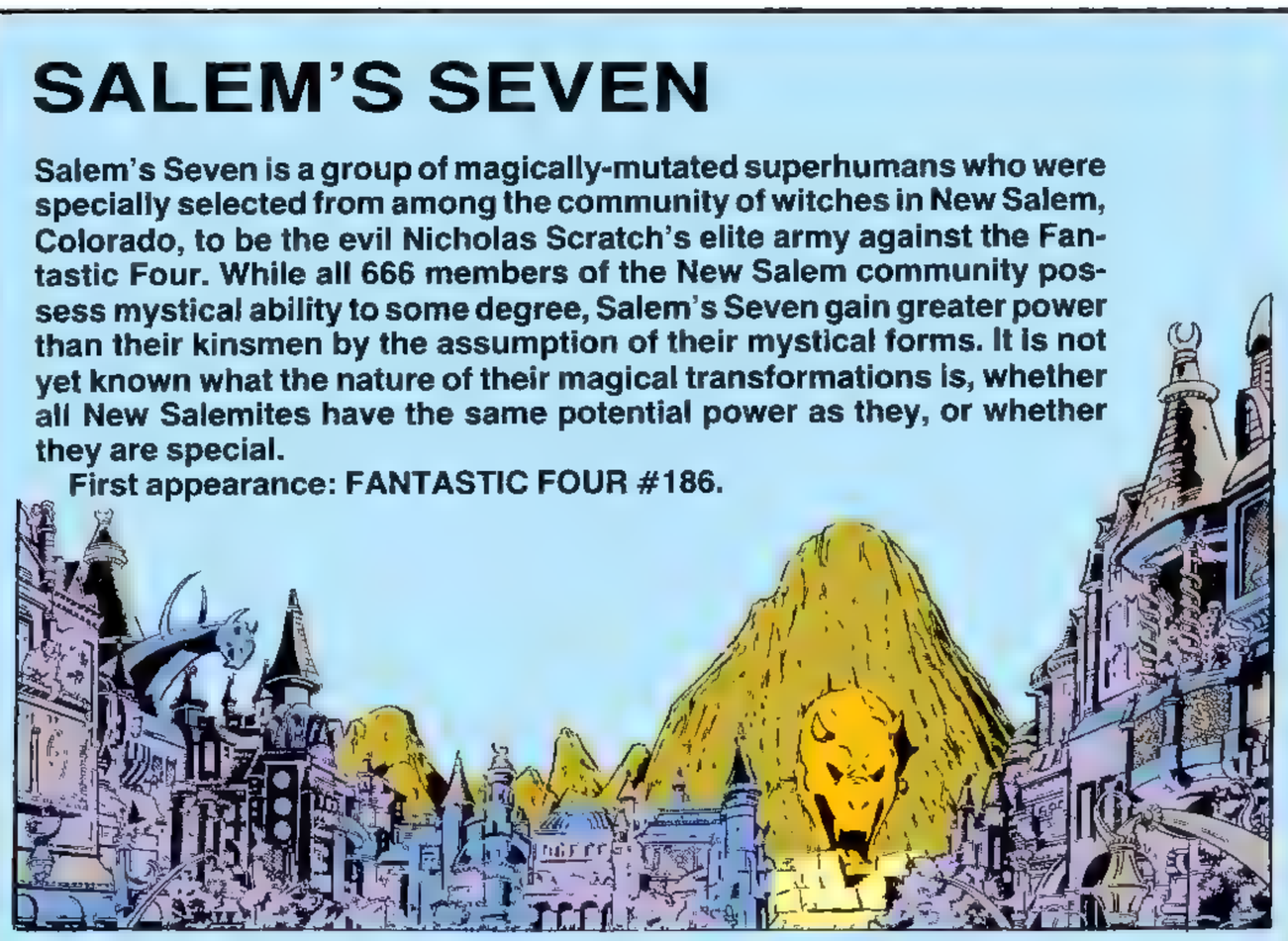
Ronan's armor augments his strength and affords him a measure of invulnerability to the Universal Weapon's effects. The armor can also project an "aura of negativism" about him, rendering him invisible. His gauntlets can generate sufficient coldness to place certain lifeforms in suspended animation.

Art by John Byrne & Josef Rubinstein

# SALEM'S SEVEN

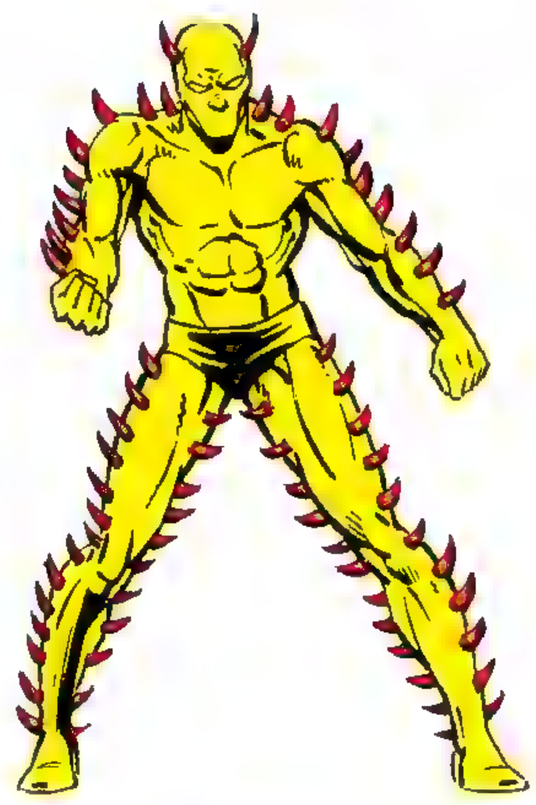
**Salem's Seven is a group of magically-mutated superhumans who were specially selected from among the community of witches in New Salem, Colorado, to be the evil Nicholas Scratch's elite army against the Fantastic Four. While all 666 members of the New Salem community possess mystical ability to some degree, Salem's Seven gain greater power than their kinsmen by the assumption of their mystical forms. It is not yet known what the nature of their magical transformations is, whether all New Salemites have the same potential power as they, or whether they are special.**

**First appearance: FANTASTIC FOUR #186.**



**BRUTACUS**
Superhuman strength

**HYDRON**
Ability to generate water at will



**THORNN**
Ability to shoot power-spines

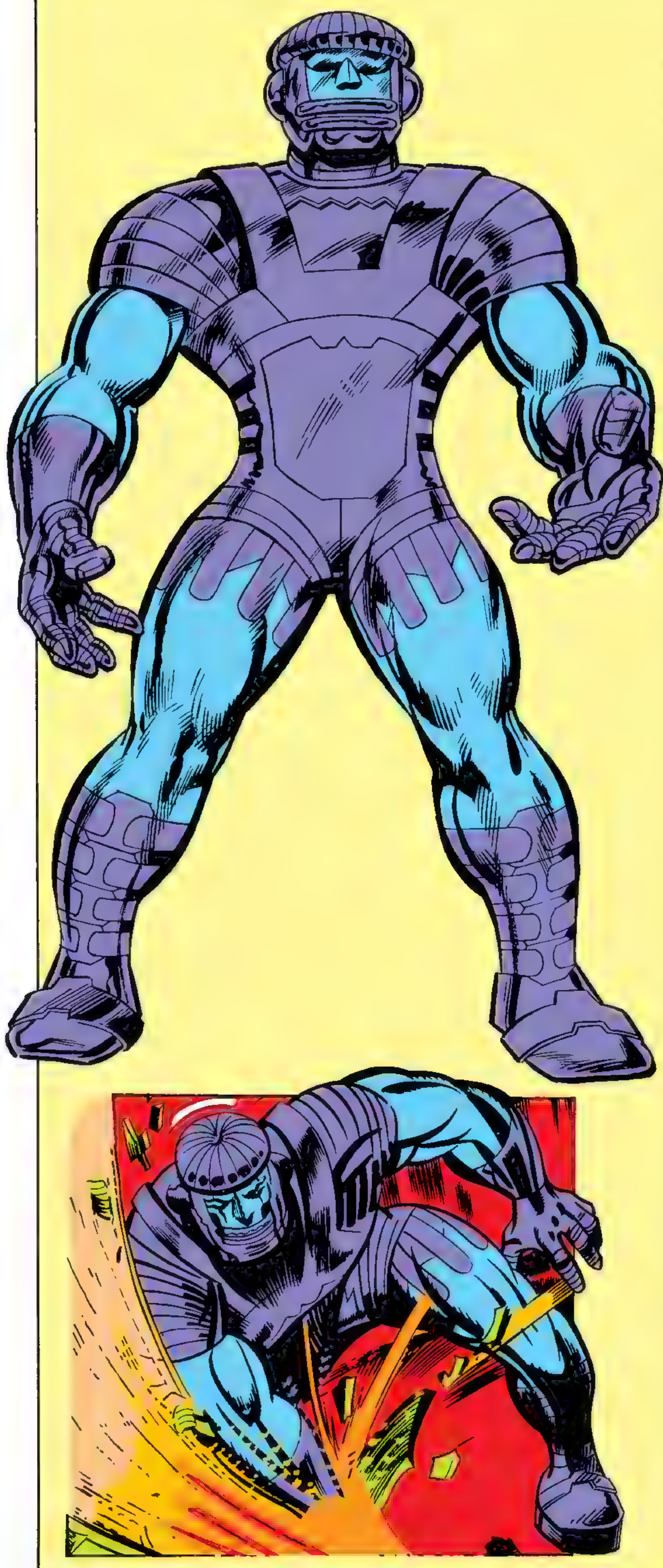
**VAKUME**
Ability to become intangible, and to create vacuums

**GAZELLE**
Superhuman gymnastic ability

**REPTILLA**
Possesses snake-like appendages for arms and trunk

**VERTIGO**
Mental power to upset equilibrium

Art by June Brigman & Josef Rubinstein



# SENTRY

A Sentry is a humanoid robot built by the extraterrestrial Kree (see *Kree*) to stand guard over its various military outposts and depots throughout the Kree Empire and strategic points beyond. The Kree scientist Bronek developed the protoype Sentry in the Kree Year 1220 (approximately 80,000 years ago) and the Supreme Council of the Kree Empire immediately began mass-producing it for military purposes. There have been hundreds of thousands of Sentries manufactured, but only 5,000 are in use today. The first Sentry that was posted in Earth's star system was Sentry 213, a 30-foot model, left upon a tiny supply depot/unmanned surveillance post on the surface of the planet Uranus. When an exiled group of Eternals (see *Eternals*) destroyed the Sentry and raided the outpost, the Kree empire sent an armada to investigate, since until that time they had believed the solar system to be devoid of native intelligent, space-faring life. The Kree armada found the small band of Eternals trying to head Earthward in a makeshift spacecraft, engaged them in battle, and irreparably damaged their vessel. The survivors sought refuge on Saturn's moon Titan, where they eventually created a highly technological civilization (see *Mentor, Titan*).

The second Sentry posted in our solar system was Sentry 459, a 15-foot model, who accompanied a Kree scientific party to Earth to investigate its highest lifeform about 25,000 years ago. Learning that the human race was capable of spawning such superhumanly advanced beings as the Eternals, the Kree decided to perform their own experiments. The result was the genetically advanced tribe who would one day be called the Inhumans. When the scientific party left Earth, Sentry 459 was programmed to keep the Inhumans under surveillance, monitoring their progress towards civilization. The Kree hoped to someday use the Inhumans as a specially powered militia for their conquests. Soon after the early Inhuman geneticist Randac discovered the mutagenic Terrigen Mist and subjected himself to its gene-altering properties, Sentry 459 activated itself and contacted his charges for the first time. Following his report, he went back to his place of hiding and remained there for millennia until some time in the mid-20th Century. Archaeologist Daniel Damian discovered the Sentry's subterranean outpost on a small island in the South Pacific. Activated by the intruders, the Sentry executed his surveillance programming to make another report to his long-silent alien masters. One of its surveillance devices attracted the attention of the Fantastic Four, who were vacationing in the area, and the Sentry soon initiated battle with them. The Fantastic Four managed to battle the automaton to a standstill, free the archeologist and his assistant, and escape. (This defeat of the Sentry brought to Earth the Kree's foremost administrator, Ronan the Accuser; see *Ronan the Accuser*.)

Sentry 459 deactivated itself and was later taken into custody by the U.S. Army and brought to Cape Canaveral. There it was reactivated by Colonel Yon-Rogg who was the commander of a Kree reconnaissance mission to Earth, and ordered it to rampage. Yon-Rogg hoped that his subordinate Captain Mar-Vell (alias Captain Marvel I) would be killed in battle with the Sentry, but Mar-Vell managed to overpower the automaton. The Sentry was later reactivated by Ronan and used in an aborted scheme to reverse Earth's evolution. When Ronan abandoned the Sentry, it remained inert at Earth's North Pole until some time later when Kree agents Mac-Ronn and Tara retrieved it, and erased its previous programming and memories. Before they could escape with it, however, their ship was intercepted by S.H.I.E.L.D. missiles, and they were forced to jettison the Sentry. It landed near Mexico City and again went on a rampage until Mar-Vell quelled it. Sentry 459 was destroyed by Ronan on his third trip to Earth.

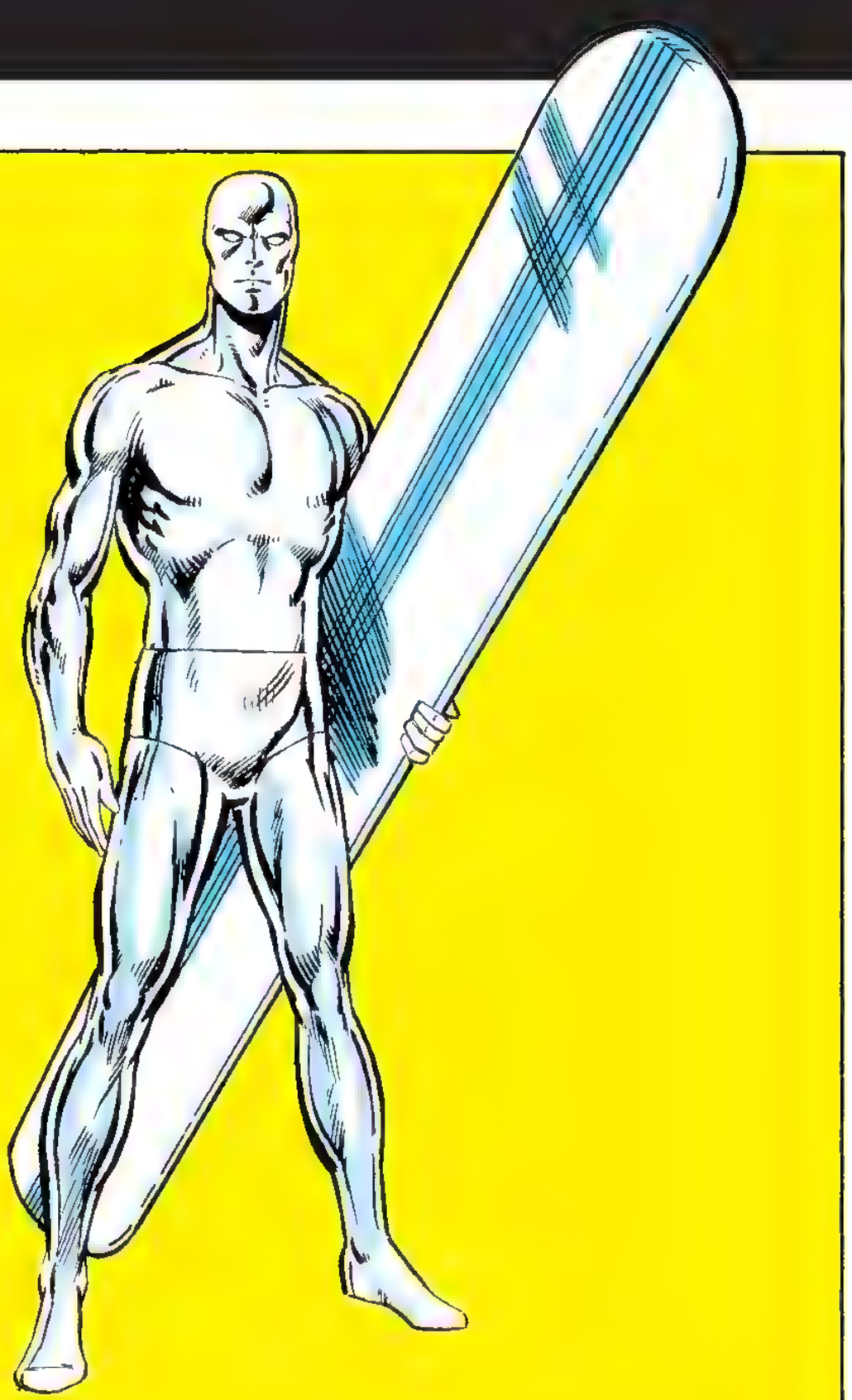
A third Sentry, Sentry 9168, a 6-foot model, was stationed on an island in the Pacific during a routine Kree patrol about two millennia ago. This Sentry was activated by the Kree Supreme Council in recent times to use a "stimulator" gun to awaken a hibernating shapeless living creature of an unknown kind which the Kree had placed on the Moon to devour any Earth astronauts who might happen upon the remains of the Kree's hidden city in the Blue Area of the Moon. The Fantastic Four defeated Sentry 9168 and used a remote destruct mechanism to destroy the organism.

First appearance: (Sentry 459) FANTASTIC FOUR #64, (Sentry 213) WHAT IF #26, (Sentry 9168) FANTASTIC FOUR #98.

Art by Al Milgrom & Josef Rubinstein

# SILVER SURFER

**Real Name:** Norrin Radd
**Occupation:** Former herald to Galactus
**Identity:** Not generally known to the general public of Earth
**Legal status:** None
**Former aliases:** None
**Place of birth:** Planet Zenn-La, Deneb system, Milky Way Galaxy
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Occasional member of the Defenders
**Base of operations:** Earth
**First appearance:** FANTASTIC FOUR #48



**Origin:** Norrin Radd was a member of an extremely long-lived race of humanoid aliens called the Zenn-Lavians, who had achieved virtual utopia, as disease, poverty, war and all other social ills had been eliminated many generations ago. Zenn-La's population, including Radd's lover Shalla-Bal, were content to live in idle hedonism. Radd, however, was discontent, believing that his culture had become stagnant and could only find fulfilment in quest, yearning, and struggle.

One day Radd heard the planet-wide warning system alarm for the first time in the culture's recent memory. An immense alien spacecraft, believed to be hostile, had been detected approaching Zenn-La. Computer analysis of sensitive long-range observations indicated the alien craft to be of inestimable power. When Zenn-La's carelessly-maintained defenses proved useless, the population panicked. During the emergency Norrin Radd happened upon a friend of his, a member of the Council of Scientists. Radd implored the scientist to arrange a spacecraft for him so he could rendezvous with the invading ship in order to discuss peace. A ship was assembled within minutes by means of highly advanced technology, and Radd took off.

Norrin Radd's craft was taken aboard the alien ship. He found himself on the home vessel of Galactus, the vastly powerful being who nourishes himself by draining the life-energies from entire planets in order to live. Galactus had come to feed upon Zenn-La, a process that would render the planet barren and lifeless. Galactus explained to Radd that while he meant the world no malice, he had been searching for a suitable planet for too long to begin anew. Galactus mused that if he had a herald who could scout suitable planets in advance for him, populated worlds such as Zenn La could be spared. Radd volunteered to serve Galactus permanently as his herald in exchange for Zenn-La's safety. Galactus agreed, and used his cosmic power to transform Norrin Radd into a being capable of serving him as a herald.

Galactus atomically restructured Norrin Radd's body, leaving him covered with a flexible, silvery material that could withstand the rigors of travel through outer space. Then Galactus fashioned a unique star travel device out of the same silvery material, a device resembling an Earthly surfboard. Finally he granted his new herald a fraction of his cosmic power, enabling him to perform feats which would be necessary in the discharging of his duty. Galactus named Radd the Silver Surfer and immediately dispatched him to locate a planet for his master to feed upon. He allowed Radd one last visit to his home planet where he sadly said farewell to Shalla-Bal.

The Silver Surfer dispatched his duties efficiently, providing himself with as much time as possible to delight in the wonders of the universe. As time passed, however, the task of finding suitable planets for Galactus that were rich in energy but lacking sentient beings became increasingly difficult. Perturbed that the Surfer's moral compunctions were preventing him from performing his primary task, Galactus subtly erased from his herald's mind the knowledge of his humanoid origins. Galactus had gone for an extended period of time without nourishment when the Surfer neared Earth's solar system. Learning of his imminent arrival, Uatu the Watcher, one of a race of aliens whose self-appointed mission was the passive observation of planetary civilizations, attempted to camouflage the Earth so the Surfer would overlook it. The Surfer penetrated the deception, however, and came to Earth. The Watcher then contacted the Fantastic Four and alerted them to the dire implications of the Surfer's presence. When Galactus landed in New York City amid mass hysteria, the Fantastic Four tried to engage him in battle but were unable to defeat him. In yet another oath-violating act, the Watcher sent the Human Torch to another galaxy to secure the Ultimate Nullifier, a weapon whose power Galactus feared.

During this confrontation, the Surfer landed on the rooftop skylight of a studio rented by Alicia Masters, the blind sculptress who was the girlfriend of the Thing of the Fantastic Four. Masters attempted to befriend the Surfer, sensing his noble demeanor and his inner loneliness. While Masters argued that the human race was worthy of survival, it was her compassion, dignity, courage, and beauty that persuaded him to defy Galactus and aid the Earth.

The Torch returned from his mission and presented the Ultimate Nullifier to the leader of the Fantastic Four, Mr. Fantastic. Dismayed by the sight of the weapon in human hands and the Silver Surfer's betrayal, Galactus yielded. Before he retreated, Galactus erected an energy barrier apparently attuned to the Surfer's specific cosmic powers and designed to repulse the Surfer's attempts to leave the outer atmosphere of the Earth.

The Surfer has since remained trapped on the Earth, trying to breach the energy barrier, but never succeeding. Seeking out the remotest reaches of the Earth, the Surfer bides his time, contemplating his existence. Through meditation, he has regained both his memories of his origins and his emotions. The Surfer occasionally ventures from his solitude to become an observer or participant in the affairs of mankind. Despite an attachment he has found for the human race, the Silver Surfer longs to be free to roam the cosmos and revisit his beloved Shalla-Bal.

**Height:** 6' 4" **Weight:** Unknown
**Eyes:** White **Hair:** None
**Unusual features:** The Silver Surfer's skin is apparently a flexible metallic silvery material.

**Powers:** The Silver Surfer possesses vast cosmic power granted him by Galactus as a part of the process of physically restructuring the Surfer's former organic body. He has the ability to channel ambient cosmic energy into his own body at will, and expel it violently as concussive force or gently as a means to restructure molecules according to his mental design. He can generate beams of energy through his hands with sufficient destructive force to level a large city or generate such subtle amounts of energy to restructure the molecules of the natural dyes within a plant to change its color. The Surfer can rearrange the molecules of matter to create other configurations, but he cannot transmute elements.

The Silver Surfer can augment the strength of his cosmic energy-powered body to a degree that rivals the Hulk's formidable rage-enhanced strength (see *Hulk*). The binding forces of the silvery material which comprises the Surfer's "skin" are so great that there are few known forces in the universe great enough to overcome them. Thus he is invulnerable to most forms of physical harm.

The Silver Surfer has certain cosmic-energy enhanced perceptions which enable him through concentration to become aware of the patterns of energy which surround him. Accordingly, he can sense great concentrations or deployment of energy anywhere in the world. He has a special affinity for the life energies of living beings, and can use his cosmic powers to augment them to a certain degree. While he can use his power to revitalize life energies and heal the wounded, he cannot create life or restore life to the dead.

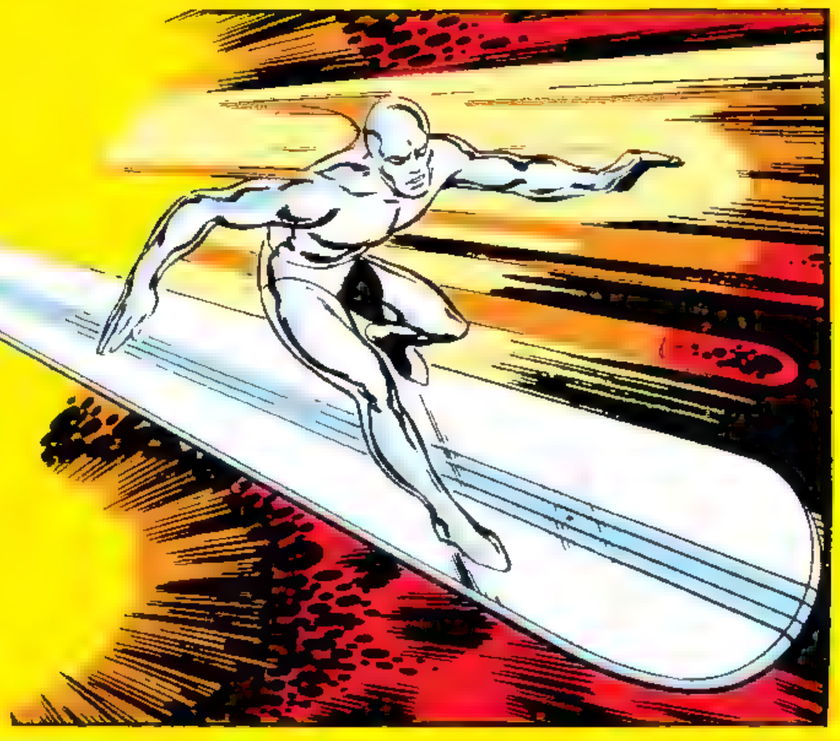
The Silver Surfer does not need to eat or breathe since he absorbs life-maintaining cosmic energy directly through his skin. Although his body does not require sleep, his mind still does in order to give it an opportunity to dream.

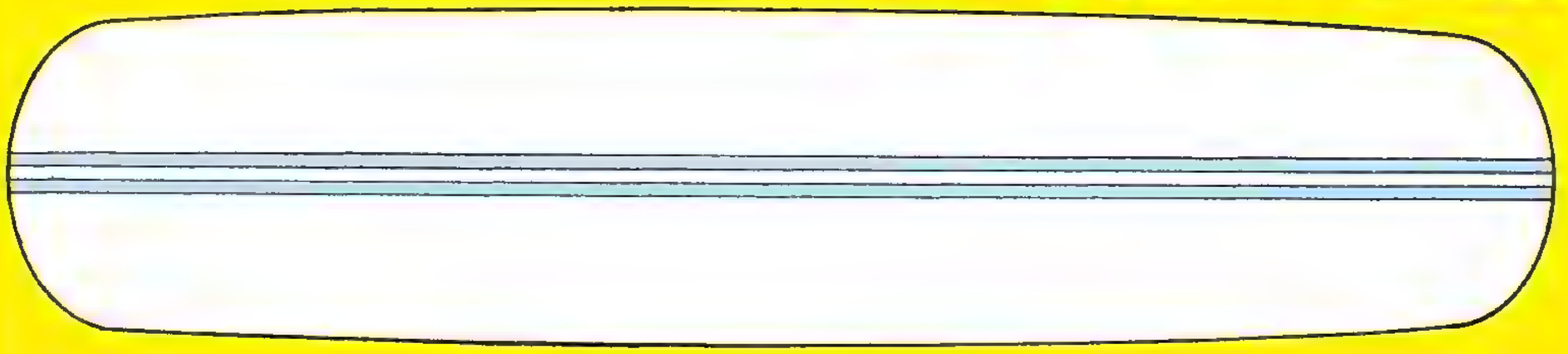
**Paraphernalia:** The Silver Surfer's cosmically powered, mentally controlled surfboard is made of the same material as the his skin. Although the Surfer could utilize his vast cosmic power for unaided propulsion, he generally employs the surfboard to fly since it does not require any expenditure of his personal energy to operate. Mentally controlled, the surfboard taps ambient cosmic energy even as the Surfer's skin does to power itself. The surfboard is capable of speeds approaching the speed of light in this universe. When he attains .99- the speed of light, he enters warp-space, a realm where the speed of light is not a limiting factor on velocity. When flying in an atmosphere, the Surfer's body obeys the laws of aerodynamics. Although he can withstand great extremes of temperature caused by the build-up of friction, flying too fast in an atmosphere would have detrimental effects on the environment. The Silver Surfer seldom exceeds Mach 10 (10 times the speed of sound, 7,700 miles per hour) within the outer layers of a planet's atmosphere, and Mach 5 within the inner layers.

Art by John Byrne & Josef Rubinstein

# SILVER SURFER'S SURFBOARD

The Silver Surfer's surfboard is a construct of unknown materials created by the vast cosmic energies of the Surfer's former master Galactus. The surfboard is covered with the same silvery glaze that the Surfer's body was coated with, making it impervious to virtually all forms of physical damage. Few forces short of the cosmic power of Galactus could affect the surfboard at all. The surfboard is mentally linked in an unknown way with the Silver Surfer's mind. The surfboard apparently taps ambient cosmic energy in much the same way that the Surfer himself does. Although the Surfer could conceivably utilize his cosmic power to fly without it, the surfboard enables him to fly without the expenditure of any of his own energy. The Silver Surfer can use the surfboard to attain .99 the speed of light in this universe. Accelerating faster than that, he enters warp-space, a realm where the speed of light is not a limiting factor on velocity. When flying in an atmosphere, the Surfer seldom exceeds Mach 10 (ten times the speed of sound; the speed of sound is about 770 miles per hour).





Art by Eliot R. Brown

# SKRULLS

The Skrulls are an extraterrestrial humanoid race who have created a vast interstellar empire, the oldest known empire still in existence, within the Andromeda Galaxy. The Skrull race began on the planet Skrullos in the Drox System hundreds of millions of years ago. While the Skrulls were still in their early stages of evolutionary development, the Celestials, a star-spanning race of genetic engineers (see *Celestials*), landed on Skrullos and selected a number of natives upon whom to experiment. With one sample group, they affected a series of genes related to longevity, and created Skrullian Eternals. With another, they tested for genetic stability and diversity, and created the Skrullian Deviants. In a third group, they implanted a gene series which would enable rapid benevolent mutation under the right conditions when the species matured. This group, its genetic modifications latent, remained the Skrullian "Normals." After performing their genetic diversification, the Celestials left. The Deviant branch of the race, developing powers of mimicry, began to dominate the planet and eventually eradicated both the Eternal and Normal branches of the species. (This is in marked contrast with the human race, another subject of Celestial experimentation, where the Normal branch continued to dominate the species.)

Since the Eternal and Normal strains have long since been eliminated from the gene pool, all Skrulls alive today possess the Deviant gene series which endows them with the ability to alter their size, shape, and color through mental concentration. (Some of Earth's Deviants have the same ability, but to a far more limited extent due to the differences in basic genetic material between the two races. See *Kro, Deviants.*) A Skrull can mentally cause the unstable molecules that comprise his or her body to become pliant, enabling him or her to assume other forms through muscular expansion and contraction. Once a new shape has been assumed, it takes a conscious act of will to assume another form or revert to natural. Hence, Skrulls do not spontaneously lose their assumed form when asleep or unconscious. Skrulls in altered forms will, however, revert to their original forms at the moment of death. Skrulls only take on the appearance of an object or person and none of that object or person's characteristics. For example, if a Skrull were to imitate a metal box, he or she would not actually become metal or have metal's characteristic hardness. Similarly, if a Skrull were to imitate an exceptionally brilliant or strong person, he or she would not acquire that person's qualities. There is a limit to the size of the object or person a Skrull can imitate. The average Skrull cannot distend his or her mass any more than 1.5 times as large a volume as his or her original volume, nor can he or she contract his or her mass any more than .75 a volume as his or her original.

Despite these limitations, the power of mimicry has enabled the Skrull Deviants to master their own world by infiltrating and sabotaging their rival sister races. After discovering space travel, this ability also proved a valuable tool for the conquest of other worlds. Assuming the forms of a world's natives fostered a seeming common bond between the Skrulls and the natives. Upon attaining interstellar travel, the Skrulls began to build an empire. Although imperialistic, the Skrulls were not a particularly militaristic race, and set up their early empire based on free trade.

Approximately 10 million years ago, the Skrulls first ventured outside their native galaxy into the nearby Greater Magellanic Cloud and Milky Way Galaxy. In the former region, the Skrulls encountered the Kree, a humanoid race still in its rudimentary stages of civilization. The Skrulls sent emisaries to the Kree homeworld Hala to offer gifts of advanced technology so that the Kree might one day be brought into the Skrull Empire. The Skrulls discovered, however, that Hala boasted two equally intelligent races, the Kree and the sentient plants called the Cotati. Arranging a test for the two cultures to determine worthiness, the Skrulls ultimately judged in favor of the Cotati. Enraged, the Kree slew both the Cotati and the Skrull ambassadors, and confiscated the Skrull's technology. Due to the immense distances involved, no word of this attrocity reached the Skrulls until the Kree had sufficient time to master the fundaments of the stolen technology. Decades later, the Kree ventured into the Andromeda Galaxy and began attacking Skrull outposts and finally Skrullos itself. The Skrulls, forced to become more militaristic, retaliated. Thus began the Kree-Skrull conflict which still is waged between the two empires millions of years later (see *Kree*).

The seat of the Skrull Empire was moved about 100,000 years ago to Tarnax IV, a planet more centrally located in the empire, renamed Throneworld. The Skrull Empire is governed by a totalitarian monarchy. There is one supreme emperor or empress, and a governor for each of the 978 member-worlds in the empire. In recent years, the Skrull emperor has been Dorrek, who was assassinated and succeeded by his ambitious wife R'Kill. Empress R'Kill, her daughter Anelle, and millions of other Skrulls were recently killed when the world-eater Galactus destroyed Throneworld to consume its energy. The leadership of the Skrull Empire at this point is uncertain.

While some worlds have voluntarily entered into the Skrull Empire and thus have been allowed varying degrees of autonomy, others have been conquered and their populations subjugated. In some cases, the Skrulls have colonized uninhabited worlds to extend the dominion of the empire. Among the many civilized worlds that make up the 978 member-planets of the Skrull Empire are the homeworlds of the Druffs, Guna, Kallusians, Morani, Pheragots, Queega, Tektons, and Yirbek (see *Alien Races*). Among the few Andromeda Galaxy civilizations to resist Skrull takeover are the Xandarians of the Tranta System (see *Champions of Xandar*) and the Wilameanis and Gegku (see *Humanoid Races* and *Gegku*). The Skrulls have established peace treaties with certain pacifistic races in their galaxy, including the Ciegrimites and Krylorians, since the Skrulls regard them as non-threatening and engage in profitable trade relations with them.

One of the Skrulls' more unusual accomplishments was the conversion of the Kral System's ten worlds into an amusement and resort center for the idle rich of the empire. The ten worlds feature recreations of certain alien cultures' habitats. Kral IV boasts a replica-city of Prohibition Era New York and an Earth village of the medieval age. The Kral System is the permanent site of the galactic gladiatorial tournaments.

Although the Skrulls became aware of Earth (due to its nearness to a natural warp-space access point) eons ago, it was not until recent times that they considered Earth a threat. Their first regular surveillances of Earth began in the 1930s. To date most of the Skrulls' excursions to Earth have been extremely small-scale, with no more than a handful of soldier-infiltrators being dispatched at any given time. It is not yet known how the death of the current ruling family will affect official policy toward Earth or the government of the empire in general.

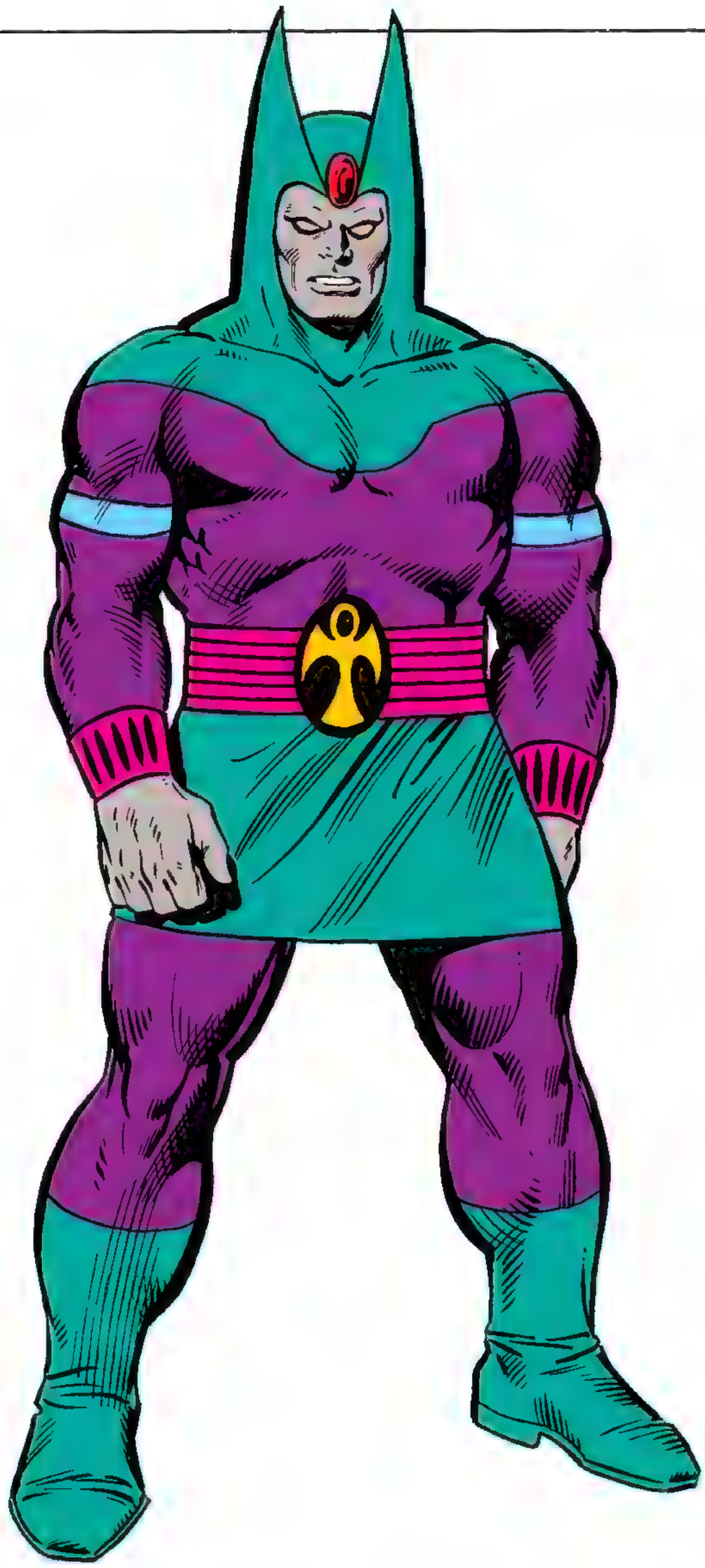
Skrulls are basically reptilian but have certain mammalian characteristics such as hair and (in females) mammary glands. Newborn are hatched from eggs but are nursed by their mothers. Skrulls have lifespans of about 210 Earth-years. Although they are intellectually on par with Earth beings, the elimination of their Normal strain millions of years ago means they no longer have the capacity for benevolent mutation. Hence the Skrulls have existed at their current level of evolution for millions of years. There is rumored to be a relationship between the Skrulls and the shape-changing Dire Wraiths.

First appearance: FANTASTIC FOUR #2

Art by John Byrne & Josef Rubinstein

# SPHINX

**Real Name:** Unrevealed
**Occupation:** Former wizard, now conqueror
**Identity:** His existence is unknown to the general public of Earth
**Legal status:** None currently
**Former aliases:** The Dreaded One
**Place of birth:** Egypt
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** A mobile flying pyramid
**First appearance:** NOVA #6



**Origin:** The man who would become the Sphinx was the chief wizard in the court of the ancient Egyptian Pharaoh Ramses II. When the wizard demonstrated his power to be inferior to that of the leader of the captive Israelites, Ramses banished him. After years of wandering, the wizard happened upon a temple of unknown origin, inside which was the mystical Ka stone. The mystical stone seemed to bid him to touch it to his forehead. The moment he did so, the stone affixed itself to him and imbued him with vast power and immortality. The wizard assumed the name the Sphinx, and spent the next 5,000 years traveling the Earth without purpose, involving himself in whichever endeavors of mankind struck his fancy. Eventually the Sphinx became profoundly bored with his immortal life, and began to search for a means to free himself from the Ka stone and its unwanted powers. Hearing of a being whose power rivaled his own, he traveled to the Himalayan mountains where he encountered the enigmatic mystical entity he called Sayge. Sayge refused to help him, and tormented him with his predictions of the Sphinx's supposedly unalterable destiny of eternal life. Sayge, also known as Veritas, the abstract embodiment of truth, frequently accompanied the Sphinx to torment him further.

By the mid-20th Century, the Sphinx had probed thousands of minds in search of knowledge toward a means of ending his life, but to no avail. He then tapped the mind of Richard Rider, who at that time possessed the powers of a Nova Centurion, one of a race of superhumanoid warriors from the planet Xandar (see *Appendix: Nova I*). Rider had subsconsciously been imprinted with the knowledge of his alien predecessor, including knowledge of Xandar's planet-size computer. The Sphinx, unaware of the precise nature of Rider's knowledge, nevertheless believed the youth to possess the secret of thwarting the Ka stone. Because the knowledge was subconscious, however, Rider managed to resist the Sphinx's attempts to wrest it from him. Eventually the Sphinx learned of Xandar from the Quasi-Motivational Destruct Organism (see *Appendix: Quasimodo*). Setting forth for Xandar in the Nova-ship Rider had inherited, the Sphinx pressed Rider and a number of his companions and opponents into service (see *Champions of Xandar*).

Reaching Xandar, the Sphinx absorbed the entire body of that world's knowledge by draining its central computer. This finally gave the Sphinx sufficient knowledge and power to end his own life. However, he abandoned his goal of suicide, and decided instead to return to Earth to destroy it. Learning of his intent, the Fantastic Four summoned the world-eater Galactus, who was the only being they knew of more powerful than the Sphinx, and bargained with him to battle the Sphinx. Galactus defeated the Sphinx in battle, plucked the Ka stone from his forehead, crushed it, and used his vast powers to dispatch the Sphinx back in time to the point of his discovery of the Ka stone. Galactus, whose knowledge of time travel is rudimentary, failed to take into account that the Sphinx already existed at the time period he sent him back to. Consequently, when the Sphinx's future self met his former self, the two were able to work out an elaborate scheme by which "they" could avoid the wrath of Galactus. Building a machine to restore the Ka stone after Galactus destroys it, one of the Sphinx-counterparts went into suspended animation. (The other proceeded to live the next 5,000 years apparently as recorded, hypnotized to forget his encounter with his future self.) Thus, in the 20th Century, months after the Sphinx was sent back in time by Galactus, his other self emerged from suspended animation and began to restore the crushed Ka stone. The process was interrupted by the Thing of the Fantastic Four, thus diminishing the Sphinx's powers from their previous near-Galactus level. The Sphinx is currently at large, his whereabouts unknown.

**Height:** 7'2" **Weight:** 450 lbs.
**Eyes:** Red **Hair:** None

**Powers:** The Sphinx possesses the power of the Ka stone, an ancient jewel of unknown origin which enables its wearer to manipulate vast amounts of mystical energy in various forms. He can project the mystic energy as beams of force, light, or heat. He can channel the stone's energies into his own body, augmenting his physical might. Fully enhanced, his strength appears to be equivalent to the Thing's. The Ka stone also enables him to "read" minds and retain all the information he acquires. The Sphinx can also use the Ka stone to enable himself to travel unaided through an atmosphere or the vacuum of space. His maximum rate of speed is unknown.

The Ka stone makes the Sphinx invulnerable to all physical injury. He can, however, temporarily deplete the stone's available energy, forcing him to retreat. The Sphinx restores its power through meditation, usually surrounded by an energy-pyramid which he generates around himself. Whole, the Ka stone granted the Sphinx immortality. Now that it is incomplete, however, its immortality-bestowing powers are uncertain.

Art by Joe Sinnott & Josef Rubinstein

# SUBTERRANEANS

The Subterraneans are four races of humanoid beings who were genetically bred by the offshoot of humanity known as the Deviants (see *Deviants*) to live in a network of caves and tunnels called Subterranea, which exists miles beneath the Earth's surface. (Contrary to some reports, Subterranea exists only several miles beneath the Earth's surface, and not at or near the center of the Earth itself.) Before the Great Cataclysm which sank Atlantis and Lemuria (see *Atlantis*), the Deviants had launched an attack on Atlantis, center of the sole known empire under human control. At this point the Second Host of the extraterrestrial Celestials arrived (see *Celestials*), and the Deviants attacked them as well. In retaliation, the Celestials triggered the Great Cataclysm, which sank Lemuria and destroyed the Deviant Empire. The Deviants who survived escaped to the small number of underground cities that they had previously established. The surviving Deviants decided to expand their empire underground. However, to do so, they needed a race of slaves to replace the human slaves that they had lost in the Cataclysm.

The Deviants were even then greatly skilled at genetic engineering. They took hundreds of cell samples from the relatively few human slaves they had brought underground with them, altered the genetic composition of those cells, and created clones who were the first of a new race of humanoids. This race was specially adapted to the conditions of underground life, and differed outwardly from ordinary humans only by the pale yellow color of their skins. These were the first Subterraneans (not pictured here). Each has about 3 times the strength of the average human being so as to be better suited for heavy labor. These Subterraneans could see clearly under very dim light due to vision extending into the infrared portion of the spectrum, and could exist comfortably at Subterranea's temperatures.

The Deviants put these new slaves to work at expanding the huge caverns in which the underground Deviant cities were located, creating tunnels linking the cities, and building the cities themselves. The Deviants had the Subterraneans line the caverns and tunnels with special phosphorescent minerals so that the inhabitants could see, although, of course, such light was far dimmer than sunlight. The cities themselves were lighted by electricity. The Subterraneans also performed the duties that the human slaves had performed, ranging from factory labor to household work for Deviant masters. These new slaves also worked in the special underground plants which produced fresh oxygen and food for Subterranea's residents. After some time, however, the Subterraneans, who all had human intelligence, revolted against their Deviant masters. The Subterraneans' leader, Gor-Tok I, led the others in capturing several underground Deviant cities and expelling the Deviants from them. By the terms of the peace treaty, all Subterraneans were allowed to go to live in these cities. This first race of Subterraneans has become known as the *Gortokians*, after the rebel leader.

Eventually a minority of the Gortokians formed a religious cult which worshipped a demon, whose identity has not yet been determined (see *Demons*). This demon transformed his worshippers into a new race of Subterraneans known as the *Lava Men*, who abandoned the Gortokian civilization. Lava Men are humanoid in height and form, but they have red skins of rock-like consistency. The density of their bodies is greater that that of a human, and they are about twice as strong as the average human male. Lava Men are highly resistant to extreme heat, and can stand in molten lava without harm. The demon who created them has given them various semi-mystical powers as well. Lava Men constantly generate tremendous heat, so that the ground is often seen to melt around their feet, and oxidation occurs around their bodies, often causing flame (to which they are immune) to appear around them. A Lava Man can increase the amount of heat he generates, so as to create a sphere-like area of intense heat about him that will melt a weapon pointed towards him, or to melt a deep hole beneath his feet almost instantaneously. A Lava Man can mystically cause large amounts of volcanic ash to appear seemingly from nowhere or transform metal into volcanic ash. Some Lava Men can transform themselves into sentient giants, over twenty feet tall, composed of hardened lava. Upon death, a Lava Man immediately decomposes into dust. Lava Men have a primitive tribal culture in which great power is held by the shamans who are their religious leaders. The most influential living shaman of the Lava Men is Jinku. There is only one known tribe of Lava Men in existence, and their numbers are estimated to be under a thousand.

The Deviants still desired slaves, but wanted to guard against the possibility of another rebellion. Experimenting upon captive Gortokians, they created two servant races of Subterrraneans, which shall be named after the men who later became their masters. One race, the *Tyrannoids*, has orange skin, large heads, stocky bodies, and is an average of 4 feet tall. The other race, the *Moloids*, has pale yellow skin, slender bodies, and is an average of 4.5 feet tall. Although the Moloids and Tyrannoids are often denigrated as "mindless," they actually have the intellectual capability to construct and operate highly advanced Deviant technology, and originally, were capable of speech. However, the Deviants genetically engineered the two races so that their members would be incapable of creative thought. Members of these two races can do only what they have been taught, and, without guidance from a master, are totally helpless in dealing with any new situation for which they have not been trained. Moreover, the Deviants created the Moloids and Tyrannoids to be completely submissive to authority. Members of these two races will form a doglike attachment to their masters, and will unhesitatingly sacrifice their lives upon their masters' command.

The Moloids and Tyrannoids proved to be the ideal slaves for the Deviants, but as soldiers they were no match for the Gortokians. The Gortokians eventually decided to build an underground empire of their own, went to war with the Deviants, and drove them out of most of Subterranea. The Deviants abandoned the Moloids and Tyrannoids, and founded a new capital city on part of the now submerged Lemurian continent. The Gortokians took over many of the remaining underground Deviant cities, and allowed the Moloids and Tyrannoids to fend for themselves. Through inbreeding, the Moloids and Tyrannoids physically degenerated so that, at present, individual Subterraneans are no stronger than human. Furthermore, the secondary sex characteristics distinguishing the male and female members of the two races have diminished, and most are now incapable of speech.

At some unspecified time the wizard Merlin banished the evil Roman known as Tyrannus to Subterranea, where he found and made himself master of the Tyrannoids (see *Appendix: Merlin, Tyrannus*). Similarily, sometime in the comparatively recent past, the human being known only as the Mole Man found his way to Subterranea and became master of the Moloids (see *Mole Man*). Since the Moloids and Tyrannoids instinctively sought a master to obey, the Mole Man and Tyrannus easily induced these Subterraneans to become their loyal slaves. These Subterraneans had passed their knowledge of Deviant technology down through the generations and made it known to the Mole Man and Tyrannus, each of whom had enough scientific genius to master it and improve upon it. These Subterraneans had also maintained many of the Deviants' machines over the centuries, which their new masters now employed. The Moloids showed the Mole Man an area of Subterranea (lying beneath the surface world's so-called "Monster Island") where various mutate monsters descended from ones bred by the Deviants were confined. In recent years the Mole Man and Tyrannus have each made attempts to conquer the surface world and have also battled each other over domination of the Subterranea.

In recent years the Gortokians were about to attempt to conquer the surface world when their capital city was destroyed by an underground nuclear test conducted by surface humans who were ignorant of the Gortokians' existence. Illnesses following in the wake of the blast wiped out all of the rest of the Gortokian race, as far as is known, except for the heir to the throne, Prince Gor-Tok, who was named for his ancestor. The radiation warped Gor-Tok's mind and mutated his body. Under the name Grotesk, he has since attempted to avenge his race by destroying all surface humans. (See *Appendix: Grotesk.*)

The apparent extinction of the Gortokians and the recent seeming disappearance of Tyrannus has left the Mole Man as the dominant power in Subterranea. Presumably he now commands the Tyrannoids as well as the Moloids; the Lava Men remain independent. There are probably still Subterranean cities inhabited by Deviants as well.

Two races of human beings are also known to exist in Subterranea. One is the Netherworlders, led by Kala, the Mole Man's consort (see *Appendix: Kala*). There are also the people of El Dorado, a lost city in the Andes Mountains of South America. These people, descendants of the Incas, held sacred a powerful cobalt flame created by Deviant technology. The people of El Dorado fled into Subterranea when their city and the flame machinery were wrecked in a battle between Tyrannus and the Hulk.

*First appearance:* (Gortokians) X-MEN #41, (Lava Men) JOURNEY INTO MYSTERY #97, (Tyrannoids) HULK #5, (Moloids) FANTASTIC FOUR #24.

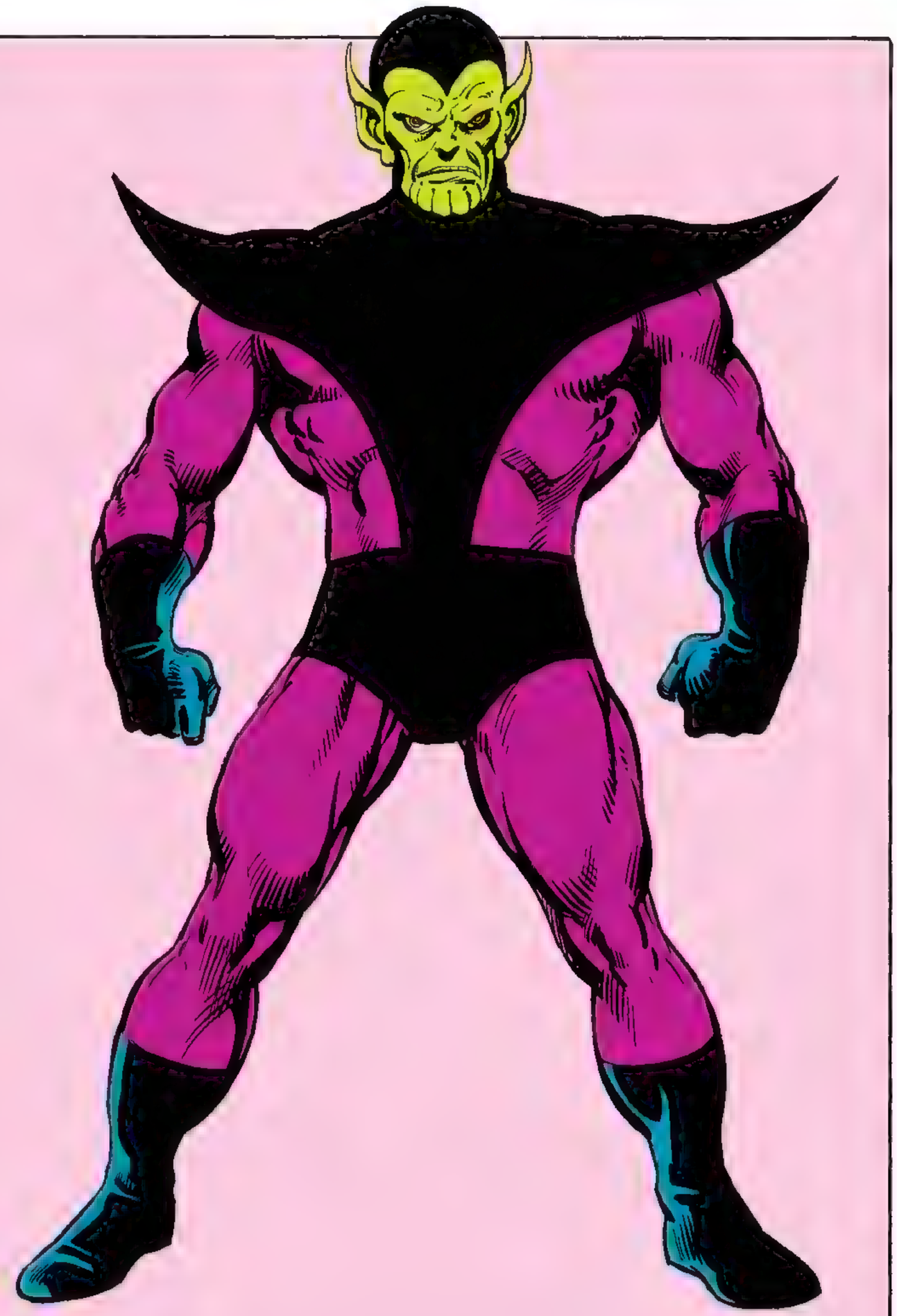
LAVA MEN

MOLOIDS

TYRANNOIDS

Art by Bret Blevins & Josef Rubinstein

# SUPER-SKRULL



**Real Name:** Unknown
**Occupation:** Former warrior, now free agent
**Identity:** Publicly known to the Skrulls
**Legal status:** Exiled citizen of the Skrull Empire
**Former aliases:** None
**Place of birth:** Tarnax IV (now destroyed), Tarnax System, Andromeda Galaxy
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** None
**Base of operations:** Mobile
**First appearance:** FANTASTIC FOUR #18
**Origin:** The Super-Skrull was created, by edict from Emperor Dorrek of the Skrull Empire, for the purpose of avenging the defeat that the Skrulls' recent invasion of Earth had met at the hands of the Fantastic Four. The Skrull monarch invested a substantial portion of the royal treasury toward the development of a superhumanoid Skrull warrior. After many months, Skrull technology succeeded in bionically re-engineering a select Skrull warrior to be able to simulate the combined powers of the Fantastic Four. The Super-Skrull, as he was called, was sent to Earth after an intensive training program. There, he sought out and battled the Fantastic Four, and was defeated when Reed Richards determined that his strength was being augmented by a broadcast energy beam dispatched to Earth through warp space, and jammed it. The Fantastic Four imprisoned the Super-Skrull on a small island in the Pacific Ocean, blocked from the power-augmenting effects of the energy beam.

Realizing their champion's predicament, the Skrulls developed a stronger source of power and beamed it to him. Freed from his place of confinement, the Super-Skrull once more sought out the Fantastic Four and, disguised as the Invincible Man, was defeated. The Fantastic Four exchanged him for Franklin Storm, the father of Susan and John Storm, who had been taken captive by the Skrulls. Given yet another chance to prove his worth in battle against the thunder god Thor, the Super-Skrull failed once more. Upon his return, the Super-Skrull was sent into exile because of his failures. After a few years of aimless wandering, the Super-Skrull was summoned before the Emperor again. The Skrulls had learned that the enemy Kree had undertaken the surveillance of Earth. Fearing Kree control of the strategically important planet, Emperor Dorrek dispatched the Super-Skrull to destroy the Kree Captain Mar-Vell. Mar-Vell managed to defeat the Skrull by turning his own power against him.

Despite his poor service record, the Super-Skrull was drafted into active duty at the most recent outbreak of the perennial Kree-Skrull War. He successfully carried out the emperor's orders to abduct Mar-Vell, Quicksilver, and the Scarlet Witch, and brought them back to the Skrull throneworld. There he decided to betray his emperor, but was subdued and sent into permanent exile. He later joined another renegade Skrull named Skragg and became an agent of Thanos the mad Titanian (see *Titan*). Severely beaten by Captain Mar-Vell, the Super-Skrull remained on Earth to recuperate, stranded without interstellar transportation. The Super-Skrull was recently banished into warp space when Spider-Man and Ms. Marvel foiled his plans to use a stolen cavourite crystal as a power catalyst in the building of a starship. The Super-Skrull's current whereabouts are unknown.

**Height:** 6' **Eyes:** Green
**Weight:** 625 lbs **Hair:** None
**Unusual features:** Like his entire race (see *Skrulls*), the Super-Skrull has green skin, large pointed ears, and a furrowed chin.
**Powers:** The Super-Skrull was bionically re-engineered to possess the combined superhuman powers of the Fantastic Four. He can thus mimic the fiery powers of the Human Torch, the superhuman strength of the Thing, the power of invisibility of the Invisible Girl, and the stretching ability of Mister Fantastic. His body has been surgically implanted with numerous power-receptors able to gather the same cosmic energy that empowered the Fantastic Four and mimic the functions of their powers. (For the specifications of the Fantastic Four's powers, see their individual entries.)

Because Skrulls are no longer evolutionarily susceptible to mutation, the Super-Skrull's superhumanoid powers could not be derived naturally. His body's artificial power-receptors gather ambient cosmic energy, and are dependent upon his immediate access to that energy for their power level. Thus the Super-Skrull's artificial powers vary in degree. On Earth, dependent solely on the cosmic energy that penetrates naturally through Earth's atmosphere, the Super-Skrull is only about half as strong as the individual Fantastic Four at their individual abilities. Supplied with additional cosmic energy from the Skrullian power beam (whose source is a large cosmic power transforming satellite in orbit around Tarnax, the Skrull system's sun), the Super-Skrull can surpass the ability levels of all four of the superhumans whose powers he duplicates.

The Super-Skrull, despite his power enhancement, is still subject to fatigue, disease, and injury. His enhanced stamina permits him to use his powers to peak exertion (regardless of what level that peak level currently is) for up to an hour before fatigue seriously impairs them. The Super-Skrull can use any combination of his Fantastic Four-like powers, including all four of them at once.

Like all Skrulls, the Super-Skrull is a shape-shifter. Thus he can imitate the appearance of any of the four members of the Fantastic Four, as well as their powers. He also possesses the certain hypnotic abilities, the limits of which are unknown.

Art by John Byrne & Josef Rubinstein

# SUPREME INTELLIGENCE

The Supreme Intelligence is a vast cybernetic/organic computer system which has ruled the extraterrestrial Kree Empire for almost a million years. Located on Kree-Lar in the Pama System, the capital of the Kree Empire, the Supreme Intelligence is composed of a vast 5,000 cubic foot computer incorporating the disembodied brains of the greatest Kree statesmen and philosophers in history, preserved cryogenically. The aggregation of brains creates a single collective intelligence able to use the vast information storage and processing capacities of the computer in a creative way. The Supreme Intelligence, or Supremor (Supreme Organism) as it is also known, has one major display terminal, a 40 by 60 foot monitor screen onto which is projected the electronic image of a green-hued amorphous face sprouting tentacles from its cranium. When the Kree wish to interact with the Supremor, they address it within this terminal chamber, located in a citadel near the Parliament building of the government. The Supreme Intelligence has a network of input terminals and surveillance devices located throughout the entire capital city. It is capable of speech, independent thought, and certain technologically enhanced psionic powers.

Every five local sun-cycles the populace of the Kree Empire elects a delegate to "supremorship," the privilege to become part of the Supreme Intelligence upon corporeal death. When the delegate dies a natural death, his brain is removed and specially treated for transferrence into the group mind-construct. By this continual addition of new brains into the collective intellect, the personality of the Supreme Intelligence has varied over the decades.

The Supreme Intelligence was originally devised by the Science Council of the Kree in the Kree Year 4538 (about 990,750 B.C.) for the purpose of creating a Cosmic Cube, a device of great power that the Kree had learned was once developed by their rivals, the Skrulls. When the Supreme Intelligence became fully functional, however, the collective being determined that such an object was far too dangerous to construct and thus refused the Science Council's request. At first used in an advisory capacity, the Supreme Intelligence gradually acquired greater political power until it was elected absolute ruler of the entire Empire in the Kree Year 4791. The Supremor has remained the dominating political force in the Kree Empire until recent times when it was briefly deposed by its rebel aide Ronan (see *Ronan the Accuser*), and briefly shut down by the renegade Captain Mar-Vell.

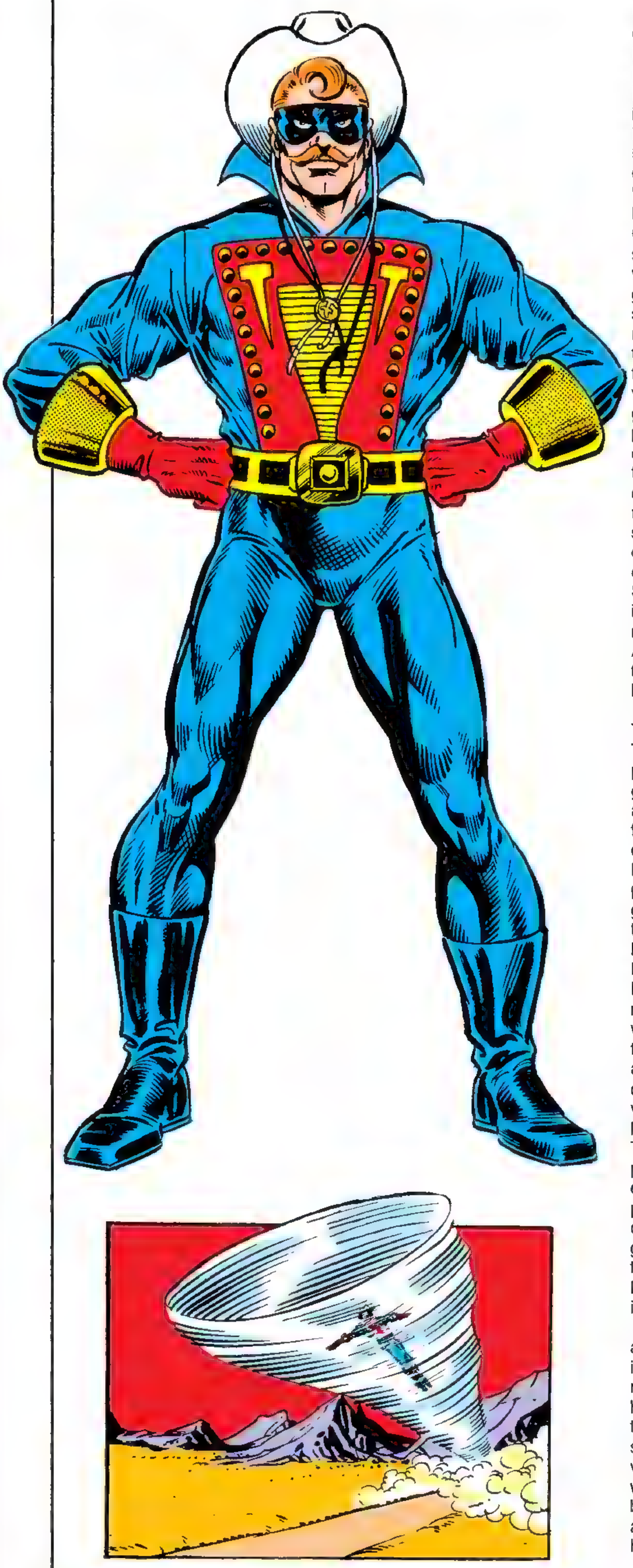
Although the Kree lack the genetic potential for the psionic powers of human beings, the Supreme Intelligence possesses certain artificial psionic powers. It can project images or even short dream-scenarios into the unconscious brains of other living beings. This power defies distance: the Supremor has been known to project information from its home in the Greater Magellanic Cloud to human beings in the neighboring Milky Way Galaxy. It can also cybernetically animate android automatons capable of movement. Referred to as its "physical manifestations," these automatons are similar in construction to the Kree Sentries (see *Sentry*), although they have been made to facially resemble the Supremor's projected image. Up to 3 of these automatons can be animated by the Supreme Intelligence at a single time.

In recent years, among the major concerns of the Supreme Intelligence has been the advancement of the Kree race. One of the Supremor's most closely guarded secrets is that the Kree race has reached the pinnacle of its evolutionary path. To the consternation of certain of its pure-blooded, blue-skinned aides, it has been advocating interbreeding with other genetically compatible races in order to revitalize the Kree's stagnant evolution. This encouragement of interracial breeding could not be implemented quickly enough to suit the Supremor; thus it personally undertook two programs to invigorate the race. Sensing that an Earthman named Rick Jones had vast evolutionary potential (a potential the Supremor experimentally verified when it stimulated Jones's latent abilities at the end of the most recent outbreak of the Kree-Skrull War), the Supreme Intelligence arranged to have him "bonded" by means of the Kree "nega-bands" with Captain Mar-Vell, one of the Kree Empire's greatest war heroes. The Supremor sought to add Jones's brain to its collective organism, but could not "absorb" it directly unless it was tempered by contact with a Kree brain such as Mar-Vell's. Using the unique Kree-bred flower called the Millennium Bloom, the Supreme Intelligence hoped to absorb both Jones's and Mar-Vell's brains, and then use their bodies as receptacles for its own consciousness in a direct assault against Earth. When this attempt failed, the Supreme Intelligence tried a similar ploy whose target was Ms. Marvel (see *Binary*), an Earth woman who had been imprinted with the genetic information of the Kree warrior Mar-Vell. This scheme also met with failure.

Still the absolute ruler of the militaristic Kree, the Supreme Intelligence remains a constant threat to Earth's existence despite the fact that it is in another galaxy.

First appearance: FANTASTIC FOUR #64.

Art by Ron Wilson & Josef Rubinstein



# TEXAS TWISTER

**Real Name:** Drew Daniels
**Occupation:** Former cattle hand, now rodeo performer
**Identity:** Secret
**Legal status:** American citizen with no criminal record
**Former aliases:** None
**Place of birth:** Amarillo, Texas
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Rangers, former S.H.I.E.L.D. agent
**Base of operations:** American Southwest
**First appearance:** FANTASTIC FOUR #177

**Origin:** Drew Daniels was rounding up some cattie that had strayed from the herd he was tending in the Panhandle in Texas, when a storm began to brew. Daniels was near a nuclear power generating facility just as a tornado touched down near one of the site's waste storage canisters area. Finding himself in the tornado's erratic path, Daniels was bombarded with radioactive particles sucked out of the plant, even as he was swept up into the funnel cloud itself. The radiation bombardment triggered body-wide mutagenic alterations in him, endowing him with the ability to generate tornadoes at will. His first use of his powers was to dissipate the raging storm that mutated him. He then quit his job as a cowhand, went to a special tailor and bought a custom-made costume, and journeyed to the East Coast (where the greatest concentration of superhumans is to be found) in order to make a name for himself. Calling himself the Texas Twister, Daniels answered an ad placed by the Wizard of the Frightful Four to fill a vacancy in the ranks of that criminal group. When the Twister learned of its criminal intent, he declined membership and applied to S.H.I.E.L.D., who, at the same time, was in the midst of organizing its Super-Agent program (also see *Quasar*). For several months, the Twister trained under the Falcon with the Super-Agents. But when two of the four members were found to be traitors, the Super-Agent program was scrapped, and the Twister became a free agent.

Rapidly depleting his S.H.I.E.L.D. severance pay, the Texas Twister decided to use his powers for profit and joined a rodeo. There he met Victoria Star, or Shooting Star as she called herself professionally, and the two worked out an act. Hoping to garner good publicity to help their career, the couple decided to answer an emergency call sent by Rick Jones to the Avengers. They soon found themselves in battle with the Hulk who was under the influence of the Corrupter, and encountered Firebird, Night Rider, and Red Wolf, three of the American Southwest's superhuman champions. Inspired to occasionally use their abilities for the public good, the Texas Twister and Shooting Star joined with the others to found the Rangers.

**Height:** 6' 5" **Weight:** 245 lbs
**Eyes:** Blue **Hair:** Red

**Powers:** Texas Twister possesses the superhuman ability to mentally cause the acceleration of volumes of air to great velocity within a radius of about 100 feet from his body. Through concentration, he can psychokinetically interact with air molecules and agitate them into coordinated motion. At peak condition, he can create a tornado 200 feet in diameter, whose outermost winds travel at 225 miles per hour. Such tornado-strength winds are capable of making him airborne and can sustain him in flight. The Texas Twister can also create whirlwinds of more manageable proportions. Wind swirling around his hand at a radius of 2 feet enables him to strike a blow with tornado force: about 80 pounds per square inch over the area of a 2-foot sphere. He can even create a whirlwind around a single finger. Although his body is generally at the center of the tornado-winds, he can mentally control the offset of the center up to a distance of about 200 feet. Thus he can surround another person with a tornado, or lift him or her into the air.

Texas Twister's body has favorably mutated so as to be adapted to high velocity spinning. The semi-circular canals of his inner ears filter out confusing information brought about by rapid motion and allow him to perceive his surroundings normally. Thus he cannot experience dizziness (unless artificially induced through drugs). The Twister's eyesight and reaction time is also superhuman, permitting him to see and react while moving at high velocities. His skin is denser than normal, and can prevent unwanted heat loss from wind-chill factor by slowing peripheral blood transport. His skin is harder than human, and resists friction and airborne particle abrasion. (On the Mohs hardness scale, human skin is 2.4 while his is 4).

Art by Keith Pollard & Josef Rubinstein

# THUNDRA

**Real Name:** Thundra
**Occupation:** Warrior
**Identity:** Publicly known
**Legal status:** Citizen of the United Sisterhood Republic in an alternate future of the 23rd Century
**Former aliases:** None
**Place of birth:** Greater Milago, Midwestern Republic
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Former member of the Frightful Four, former agent of Roxxon Oil Corporation
**Base of operations:** United Sisterhood Republic of North America
**First appearance:** FANTASTIC FOUR #129

**Origin:** Thundra was born in the Central Birthing Center of Greater Milago (Milwaukee-Chicago), a government-run laboratory where fetuses are brought to term in artificial wombs. Genetically engineered for strength and endurance, Thundra was sent to military school when she was 8 years old. By the age of 18, she had distinguished herself as the finest warrior in the Midwestern Republic and became an officer in the militia. There she led assaults against roving bands of renegades and the armies of the Central American Empire. Toward the end of the 20th Century on the timeline that diverged Thundra's alternate future, chemical and biological warfare broke out, resulting in the sterilization of 95% of the Earth's female population. The fertile 5% seized political power, and began a systematized program of oppression against men, who were seen as having nearly exterminated the species. By the early 23rd Century, natural childbirth was totally supplanted by laboratory birthing, and men were bred only as servants, entertainers, and breeding stock. The major concerns of the United Sisterhood Republic, one of the leading nations of the new world, were exterminating the renegade bands of roving free men and preventing incursions from foreign nations and powers.

In the middle of Thundra's military career, the U.S.R. faced an invasion from an unexpected quarter. Men from a contemporary alternate Earth where, generations previously, renegade men had managed to overthrow their female oppressors, had developed the technology for interdimensional travel, and decided to journey to Thundra's Earth to liberate the men of that world. In a strange attempt to strike back at the men of Machus, as the leading nation of this alternate Earth was called, Thundra stole their dimensional apparatus and journeyed back to the 20th Century. Her goal was to humble the strongest man on Earth, thereby, she believed, preventing the world of Machus from ever coming about. Upon her arrival in the 20th Century, she was befriended by the Wizard of the Frightful Four and became a temporary member of that group. She engaged the Thing of the Fantastic Four in a battle, besting him fairly on at least one occasion. She soon saw that her actions in the past would have little bearing on the future and became an ally of the Fantastic Four.

Mahkizmo, the greatest warrior of Machus, eventually trailed Thundra to the 20th Century and brought her back to her own time to stand trial for her theft of the inter-dimension travel equipment. The Fantastic Four followed Thundra, using their own transportation, however, and helped Thundra battle against the dimensional invaders of Machus. Before leaving the future for their own time, the Fantastic Four destroyed the mind-domination equipment of the Machians and hoped that the two worlds would settle their differences amicably. Thundra returned to the 20th Century with them, believing that her world would be changed unfavorably by the presence of the extradimensional men.

Months later, however, Thundra was contacted by the Nth Command, a subsidiary of the Roxxon Oil Company devoted to extradimensional research. They told her that a divergent future world existed which was never invaded by Machus. She agreed to carry out a mission for them in exchange for being restored to her world. Although she did as agreed, she later learned of the Nth Command's sinister motives and stole one of their Nth Projectors, a dimensional aperture synthesizer. Creating a portal to her own time, she traveled back after bidding a fond farewell to the Thing, the 20th Century male she had most learned to admire.

**Height:** 7' 2" **Weight:** 450 lbs
**Eyes:** Green **Hair:** Red

**Powers:** Thundra possesses superhuman strength, endurance, and resilience. Due to her genetic engineering, her skin, muscle, and bone tissue have been enhanced to the limits of human efficiency. Thundra can lift (press) 60 tons. Her powerful leg muscles enable her to make a standing high jump of about 45 feet. Her physiology is so robust that she can exert herself at peak levels for about 50 minutes before accumulated fatigue-poisons in her bloodstream force her to reduce her activity or rest. Her great skin density gives her a hardness of 7.5 on the Mohs hardness scale, enabling her to resist penetration of small caliber bullets. She can run a maximum of about 32 miles per hour.

Thundra has been extensively trained in boxing and wrestling and the military arts of her century. She is experienced in the use of the broadsword. She is a seasoned combat veteran of many anti-renegade raids. Thundra has had little experience with firearms because of their virtual elimination in her own time.

Art by John Romita Sr. & Josef Rubinstein

# TRAPSTER

**Real Name:** Peter Petruski
**Occupation:** Professional criminal
**Identity:** Publicly known
**Legal status:** American citizen with a criminal record
**Former aliases:** Paste Pot Pete
**Place of birth:** Gary, Indiana
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Frightful Four
**Base of operations:** Mobile
**First appearance:** STRANGE TALES #104

**Origin:** Peter Petruski was a research chemist who formulated an extremely adhesive "multi-polymer" liquid. Motivated by greed, he decided to use his discovery for crime. Calling himself Paste Pot Pete, Petruski used a gun which sprayed his super-adhesive paste, and embarked upon a series of thefts, including an attempt to steal a top secret U.S. Army missile. He was thwarted and defeated by the Human Torch on several occasions, including one in which Petruski joined forces with the Wizard. Jailed, Petruski won a special parole when he provided the Avengers a special solvent to counteract the "Adhesive X" used by Baron Heinrich Zemo and the original Masters of Evil. Once out of jail, Petruski rented a recently vacated but fully functional glue factory. He used the facility to develop stronger and more versatile pastes, and to completely redesign his weaponry and costume. Despite these modifications, he met yet another defeat at the hands of the Human Torch and the Thing.

Petruski then accepted the Wizard's offer to join with him, the Sandman, and Medusa to form the Frightful Four. The Frightful Four plotted to destroy the Fantastic Four, and came close to succeeding. When their schemes were thwarted, they managed to evade capture. While the Frightful Four went into hiding, Petruski collaborated with the Wizard on a series of new projectile weapons, or "traps," in an attempt to diversify his offensive capacity. At this point Paste Pot Pete changed his working name to the Trapster. Although he eventually abandoned his set of traps in favor of his traditional paste-gun, he retained the name Trapster. The Trapster has remained a companion to the Wizard and the only member of the Frightful Four other than its founder to remain with the group until it disbanded.

**Height:** 5' 10" **Weight:** 160 lbs
**Eyes:** Brown **Hair:** Brown

**Powers:** The Trapster possesses no superhuman powers. He derives his abilities from his mechanical trapping devices and paste-gun.

**Weapons:** The Trapster employs a gun that discharges an exceptionally powerful adhesive paste under great pressure. The paste is contained in a contoured, compartmented canister which the Trapster wears around his upper torso. The gun and the canister are connected by a tough, flexible metal tube. Both the gun's design and the paste's composition have been modified several times over the years. The paste remains fluid until it is drawn through the variable-aperture spray nozzles. This action activates the material's adhesive properties, causes it to expand in volume, and initiates setting. Until it sets, the paste can be deformed and molded easily. Within 10 seconds, the paste sets and becomes rigid and strong enough to restrain the Thing. The paste sets by internal chemical reaction, and can thus set underwater. The paste is fireproof and chemically inert to acids. It is, however, very susceptible to ultraviolet light absorption (from sunlight), which degrades its integrity within 5 hours until it becomes brittle and breakable.

The gun has an adjustable nozzle which allows the Trapster to fire a stream of paste of varying width. The maximum fine-stream performance produces a column of fluid paste that expands from 1-inch to 3-inches over a distance of 150 feet with a drop of 4 feet. The maximum thick-stream performance has a flow rate of 2 cubic feet per second, and can fill a 10 *x* 10 *x* 10 *x* foot room within 15 seconds. The Trapster has become facile enough with the gun that he can paste an adversary's limbs to a wall as he or she approaches him, jam machinery, build restraining walls, form temporary paste "lassoes," and, taking advantage of the paste's fluid nature, to grab objects and draw them to him. He has even fired a stream of paste at an overhead vehicle so as to be carried aloft in the manner of Spider-Man's webbing.

The Trapster's mechanical trapping devices are cleverly arranged spring-steel clusters of balls and discs which can be caused to rebound eccentrically and can snap closed on an adversary's limb. The Trapster employs numerous combinations of "memory"-wire-equipped objects which can regain a previous shape under the stimulus of shock or pressure and can thus act in a variety of pre-planned or quickly reconfigured modes. The devices generally restrain or entangle their victims. The Trapster frequently fires them "scattershot" for maximum efficiency.

Among the Trapster's latest weaponry is a pair of boots which produce enough adhesive at each foot fall to allow him to walk up walls or any porous surface. At each step, the boots "sense" the instep arching and cause a small flow of fresh, liquid adhesive to allow the dry segment attached to the surface to come free.

Art by John Byrne & Josef Rubinstein

# TRITON

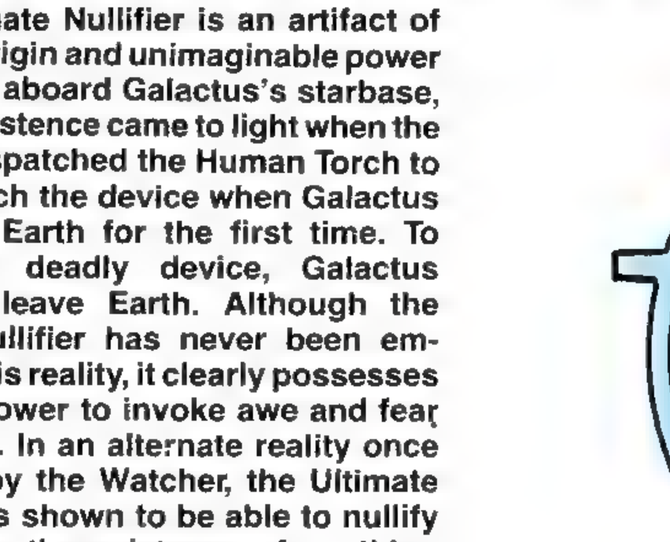
**Real Name:** Unrevealed
**Occupation:** Scout
**Identity:** Secret
**Legal status:** Citizen of Attilan
**Former allases:** None
**Place of birth:** Island of Attilan, Atlantic Ocean
**Marital status:** Single
**Known relatives:** Mander (father), Azur (mother), Karnak (brother), Gorgon, Black Bolt, Maximus, Medusa, Crystal (cousins)
**Group affiliation:** Royal Family of the Inhumans
**Base of operations:** Attilan, Blue Area, the Moon
**First appearance:** FANTASTIC FOUR #45
**Origin:** Triton is the eldest of two sons born to the Inhuman priest/philosopher named Mander and his wife Azur. Triton was placed in the mutagenic Terrigen Mist when he reached the minimum age of 1 year old, and emerged with a number of aquatic mutations. No longer able to breathe air, the young Triton was raised in a specially designed alcove on the shore of the island of Attilan. Triton's mother, a biologist, undertook the study of ocean biology in order to help understand and care for her son. Eventually cumbersome breathing apparatus was designed to enable Triton to survive out of water for extended periods of time. (This apparatus was refined and miniaturized by Reed Richards of the Fantastic Four some years later.) Triton's mother Azur died in an undersea mishap when he was 14. At the age of 18, Triton became an undersea scout for the Inhumans, keeping watch over human oceangoing traffic in the vicinity. It was Triton's capture by sailors that led to Black Bolt's decision to move Attilan from the ocean to the more remote Himalayan Mountains.
**Height:** 6' 1" **Weight:** 210 lbs
**Eyes:** Green **Hair:** None
**Unusual features:** Triton has scaly, greenish skin over his entire body, webbed feet, a small dorsal fin running from his forehead to the base of his skull and along the length of his spine, and two small fins extending from his temples. Triton has two thin membrane stalks where his eyebrows would be.
**Powers:** Triton possesses a number of superhuman abilities derived from his Terrigen-mutated form. He has a superhumanly strong physiology enabling him to withstand the great water pressure changes that occur beneath the sea. His blood circulation enables him to withstand freezing water temperatures. His vision is more sensitive to the green portion of the visible spectrum, enabling him to see in relatively dark ocean depths. His musculature, mutated for efficient swimming, is strong enough to allow him to lift (press) about 2 tons. He can swim at a maximum speed of about 46 knots (40 miles per hour) for several hours before tiring.

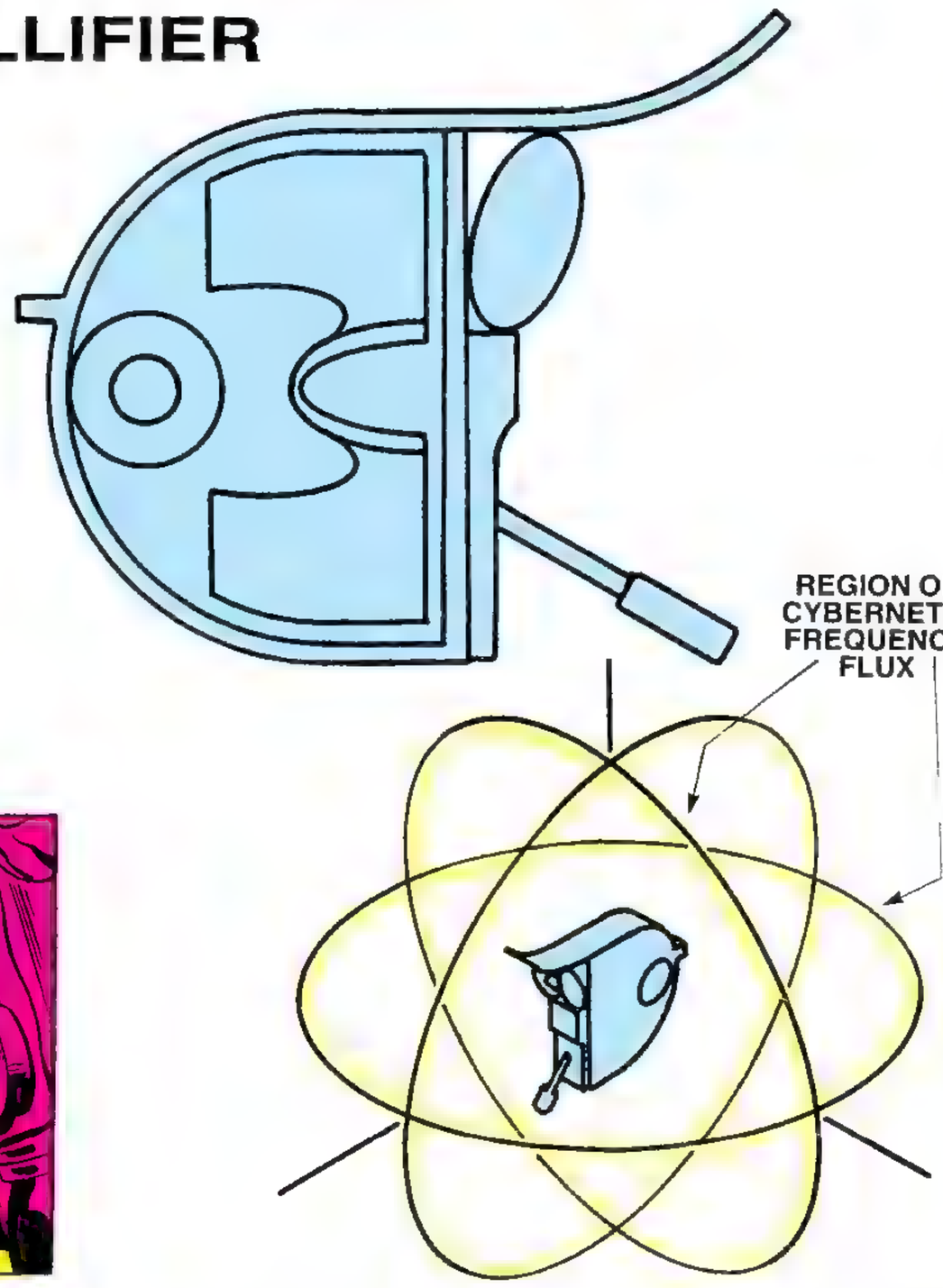
As a water-breather, Triton has a number of gills hidden by scales along his throat. These gills enable him to extract sufficient oxygen from ambient water to allow him to function normally while underwater. Triton is able to live underwater indefinitely. He cannot survive out of water for more than 5 minutes without special devices before asphixiating. His body is also very susceptible to dehydration.
**Paraphernalia:** Triton often employs a water circulation system to enable him to function outside water for extended periods of time. The system consists of lengths of plastic tubing running along his torso and limbs which constantly exude a mist of water. Two tiny tubes connect directly to the gills in his throat. In his wrist and ankle gauntlets is a 4-quart supply of water, which is constantly re-oxygenated by means of a selective molecular filter (which allows oxygen molecules to enter the system and respiration waste molecules to exit). The amount of water in the system is continually replenished by a miniaturized moisture condenser located at the rear of Triton's belt. The water is circulated through the tubing by a body-heat powered electric micro-demand pump located next to the selective molecular filter.

Art by Mike Zeck & Josef Rubinstein

# THE ULTIMATE NULLIFIER

The Ultimate Nullifier is an artifact of unknown origin and unimaginable power that is kept aboard Galactus's starbase, Taa II. Its existence came to light when the Watcher dispatched the Human Torch to Taa II to fetch the device when Galactus threatened Earth for the first time. To regain the deadly device, Galactus agreed to leave Earth. Although the Ultimate Nullifier has never been employed in this reality, it clearly possesses sufficient power to invoke awe and fear in Galactus. In an alternate reality once described by the Watcher, the Ultimate Nullifier was shown to be able to nullify or obliterate the existence of anything the wielder of the device could fully conceive of. The Nullifier could be used by a single entity only once, however, since the act of nullification destroyed the wielder as well as its target. The actual workings of the artifact remain unguessable.

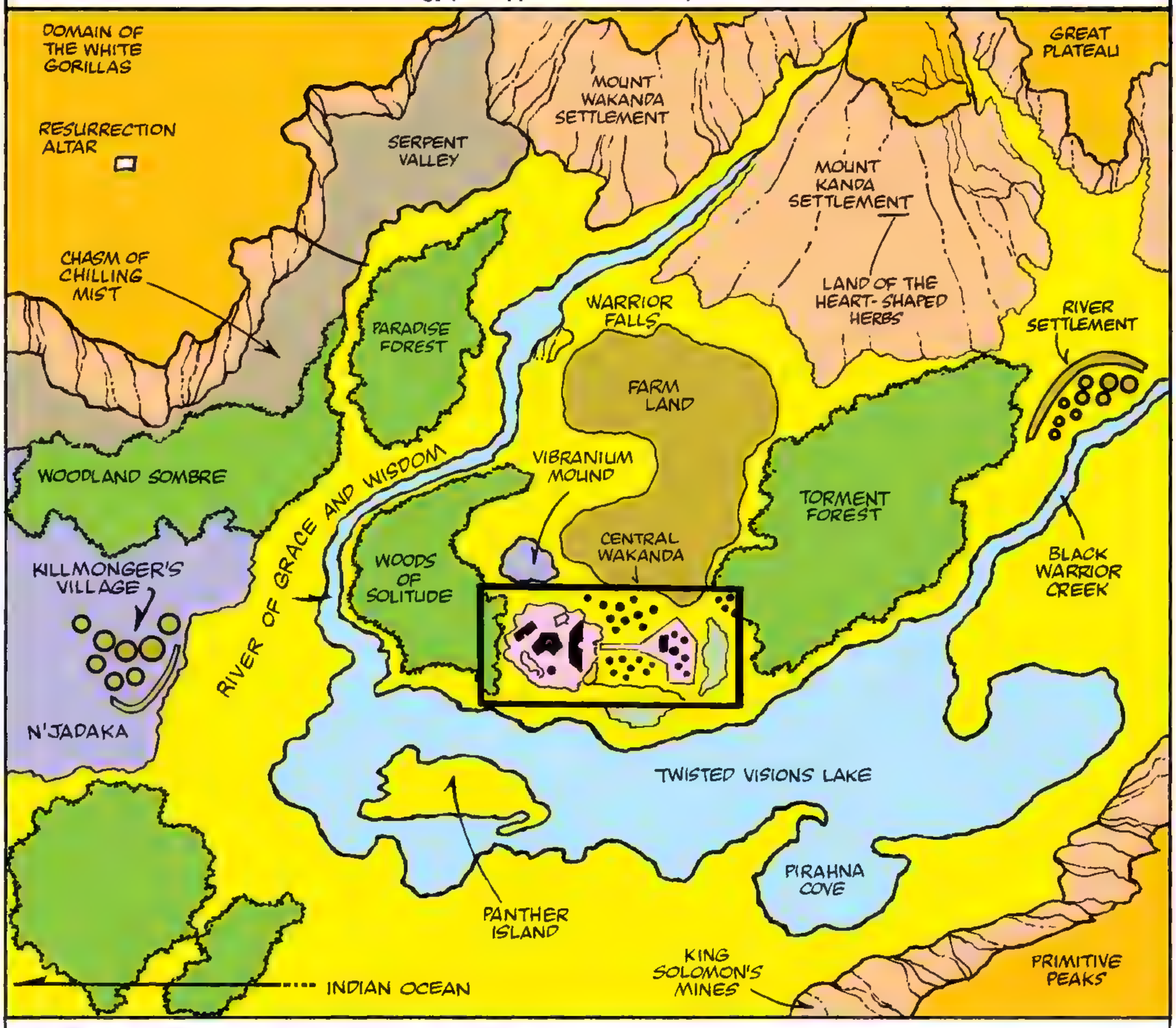




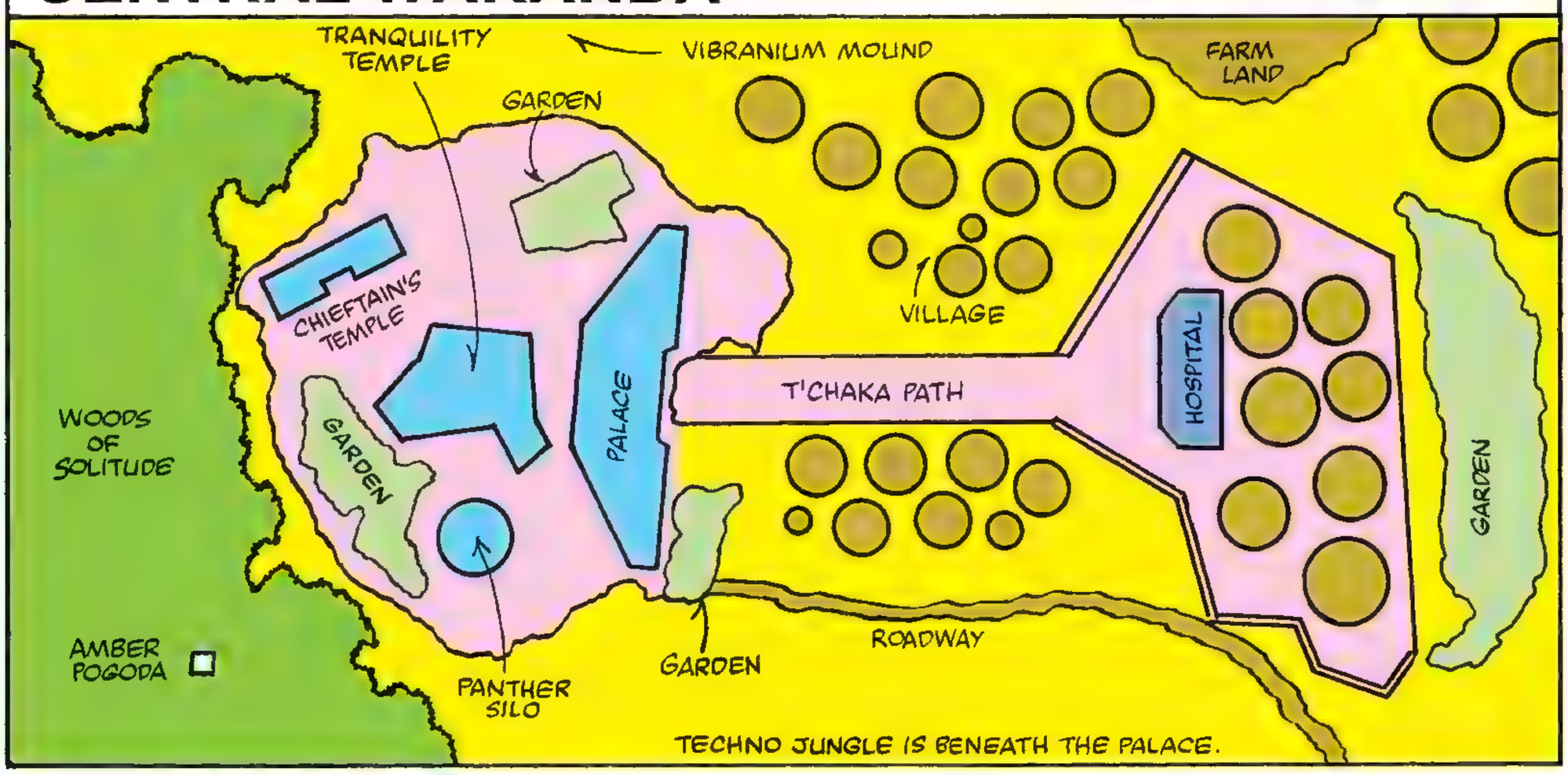

Art by Eliot R. Brown

# WAKANDA

Wakanda is a small country in Northern Africa named after its native inhabitants, the Wakandas. The Wakandas are a tribe of people whose culture embraces both the primitive traditions of tribal society and the high technology brought to the region in the 1930s by the discovery of a mound of vibranium, a rare substance able to dampen energy (see Appendix: Vibranium).

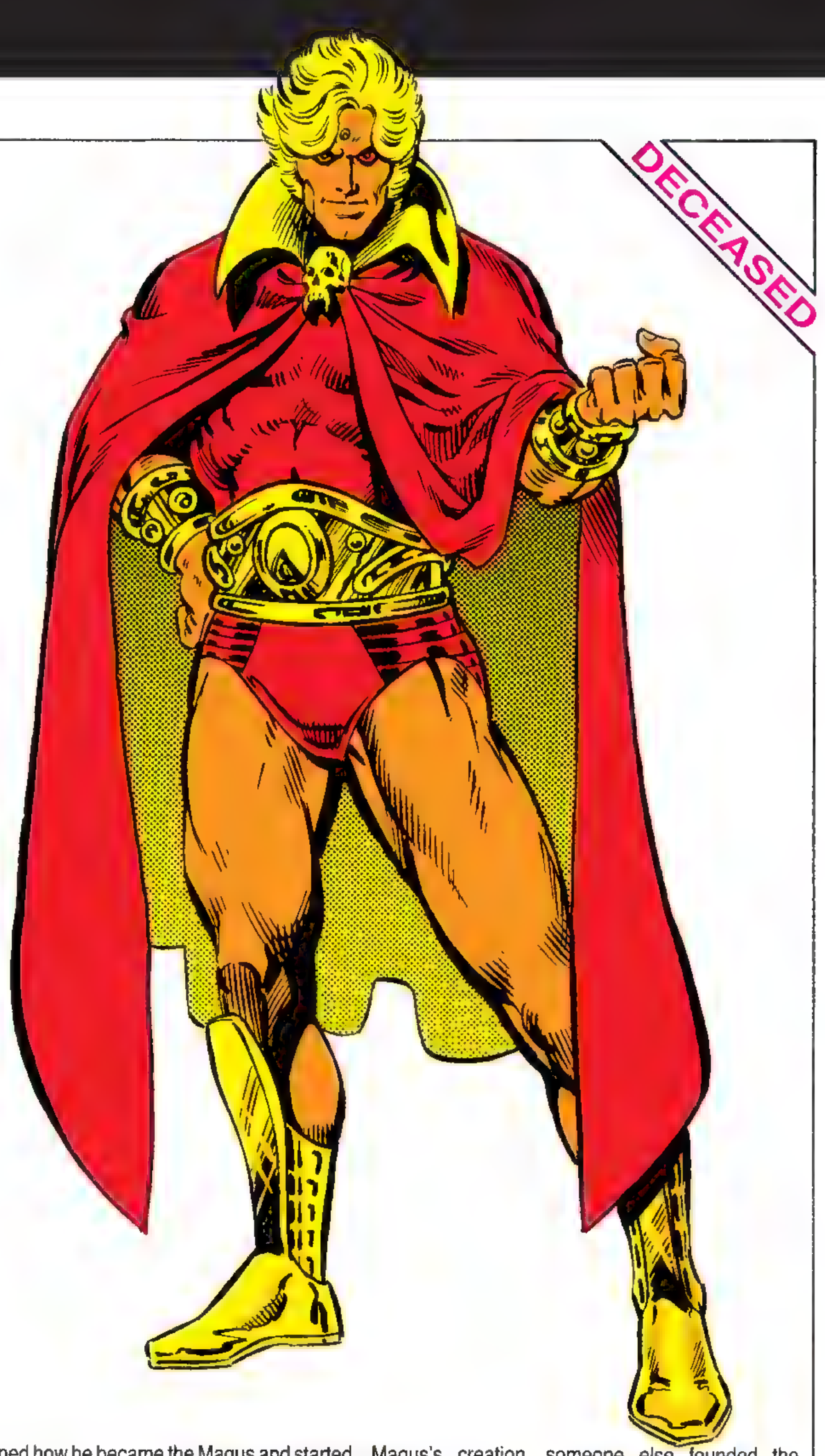



# CENTRAL WAKANDA




Art by Don McGregor & Rick Parker

# WARLOCK




**Real Name:** Adam Warlock
**Occupation:** Avenger, savior of worlds
**Identity:** His existence was unknown to the general public of Earth.
**Legal status:** None
**Other aliases:** Him
**Place of birth:** The Beehive, Shard Island, Atlantic Ocean
**Place of death:** Sanctuary II, Thanos's space station in solar orbit
**Known relatives:** Not applicable
**Group affiliation:** Head of Universal Church of Truth in an alternate future
**First appearance:** FANTASTIC FOUR #66
**Final appearance:** MARVEL TWO-IN-ONE ANNUAL #2
**History:** The being one day named Adam Warlock was the genetic creation of four scientists who called themselves the Enclave. Adam Warlock was the prototype for a perfect human lifeform grown from artificially assembled genetic material, which the Enclave intended to mass produce to form an invincible army to conquer the world. Unfortunately, the scientists miscalculated the strength of their creation, and after leaving his womblike "cocoon", the golden-skinned being known then as Him decimated the Enclave's island base (code-named the Beehive), accidentally killing one of the four scientists. He then harnessed his cosmic power to fly and left Earth to find his destiny in space. However, venturing into a region where meteors were being contained and examined by a member of the race of Watchers (see *Watchers*), Him spun a protective cocoon around him like the one in which he was originally "born". The Watcher recognized his inadvertant catch as a living being, and returned it to Earth. There the cocoon eventually opened and Him re-emerged. Looking upon the Asgardian goddess Sif, Him naively decided to take her as his mate. This led him into battle with Sif's companion Thor, a battle which aroused the "berserker rage" in Thor. To escape Thor's wrath, Him rewove his protective cocoon and thrust himself back into space.

Some months later, Him's cocoon drifted near the satellite-headquarters of the High Evolutionary, an Earth man who had discovered how to control evolution (see *High Evolutionary*). The High Evolutionary was in the midst of an experiment to create a replica of Earth upon which evil would not be allowed to exist. After fashioning his artificial world and populating it with facsimile human beings, the High Evolutionary took a rest, during which time his renegade creation, the Man-Beast, introduced the concept of evil to the nascent world's populace. When the High Evolutionary saw how his experiment was contaminated, he decided to destroy it. However, upon his reemergence from the cocoon, Him interceded and offered to go to the planet and cleanse it of its evil if the High Evolutionary would spare it. The High Evolutionary consented, and placed on his brow a "soul-gem". For the next few years, Him, now called Adam Warlock, fought to save the planet from the evil influence of the Man-Beast. In the course of his mission, Warlock was crucified, but after retreating and emerging from his cocoon, he devolved all of his humanoid animal foes back into their original forms. Adam Warlock then left the duplicate world called Counter-Earth to seek and eradicate evil elsewhere in the universe.

While traveling through the Hercules star cluster some time later, Warlock encountered three Grand Inquisitors of the Universal Church of Truth, the armed militia of a rapidly-spreading religious empire. He learned that the Church was a fanatical organization which slew populations of worlds it could not convert. Further, it was headed by a being called the Magus, who Warlock learned was an alternate future version of himself. Aided by a troll-like alien named Pip, (see *Pip the Troll*), Warlock fought his way through the various minions of the Church, finally confronting the Magus himself. He then learned how he became the Magus and started the Universal Church.

In one alternate future, Warlock encountered the In-Betweener (see *In-Betweener*), an agent of the abstract beings Lord Order and Master Chaos, who brought Warlock to his extradimensional realm. For centuries Warlock was trapped there bombarded by contradictions. Although he spun a protective cocoon about him, Warlock could not shut out the consciousness-altering stimuli. When Warlock emerged, he had gone insane, and had assumed the form of Magus. Due to some quirk in returning to his home reality, the Magus emerged 5,000 years in the past. Possessed with great power, the Magus conquered the army of the planet he was on ("Homeworld") and after seizing control of the whole planet, set up a religion, and began to spread that faith to other solar systems. To avoid becoming the Magus, Warlock determined not to accompany the In-Betweener to his realm. The Magus, hoping to insure his own existence, summoned the In-Betweener and prepared to deliver Warlock to him. However, the mad Titan Thanos (see *Thanos*) decided to aid Warlock, believing the Magus was a threat to his own schemes. Because neither Thanos nor the Magus himself were factors in Warlock's original transformation into the Magus, their presence diverged an alternative path of reality where Warlock could slay the Magus. In the reality where Warlock and Thanos succeeded in thwarting the Magus's creation, someone else founded the Universal Church.

Warlock and Thanos had by then gone their own separate ways, and Warlock soon found himself engaged in battle with the Star-Thief, an Earth being who, like Thanos, sought to extinguish all the stars. He then entered the dimension of the soul-gem that the High Evolutionary had once given him in an attempt to master its soul-stealing tendencies. Returning to the solar system, Warlock encountered the Stranger (see *Stranger*) and Gardener (see *Gardener*), both of whom possessed a soul-gem themselves. Thanos, unknown to them all, had undertaken the acquisition of the six soul-gems in existence, and had gathered all but the one belonging to Warlock. Thanos feared the soul-stealing properties unique to Warlock's gem, so he simply siphoned off the energies he needed from it. He then transferred those energies as well as those of the other gems into a single synthetic soul-gem. With the gem, Thanos intended to destroy the stars as a gift to Death. The Avengers, Captain Mar-Vell, the Thing, Spider-Man, and Warlock united to oppose Thanos's scheme.

In personal combat, Thanos mortally wounded Warlock. As he lay dying, Warlock's temporal counterpart of approximately a year before materialized, having access through time by way of the In-Betweener's realm, and siphoned Warlock's

**Continued on the next page**

Art by Jim Starlin & Josef Rubinstein

***Warlock* continued...**
soul (spirit-self) into his own soul-gem. Doing so, he disappeared back into the In-Betweener's realm. Thus Warlock's soul joined the souls of the enemies he had slain as well as his companions Pip and Gamora (see *Gamora*). Warlock was briefly summoned from the tranquil pocket dimension inside the gem by Spider-Man. Seething with cosmic power released through his physical death, Warlock transformed Thanos to living, unmoving stone, and then returned to the gem. Although his body is dead, Warlock's soul (astral self) still dwells within the dimension of the soul-gem he once wore.

**Height:** 6' 2"
**Hair:** Blond
**Weight:** 240 lbs.
**Skin:** Gold
**Eyes:** Red

**Powers:** Warlock possessed a number of superhuman properties and powers derived from his artificially determined genetic structure. His bone and muscle tissue was denser than human, endowing him with superhuman strength and resilience. Among his body's special adaptations was an enclave of cells able to tap and transform cosmic energy for personal use. Warlock could use this energy to enhance his physical strength, endurance, and powers of recuperation. Unenhanced, Warlock could lift (press) about 4 tons; enhanced, he could achieve 10 times that for brief periods of time (as when he fought with Thor). He could also employ cosmic energy to negate the force of gravity beneath him, enabling him to fly. In an Earthlike atmosphere, Warlock was able to attain the speed of sound (770 miles per hour). He could use his cosmic energy to locate and enter natural space-warps (discontinuities in the fabric of space) in order to traverse interstellar space. He could also project cosmic energy from his hands as concussive force. The potency of these blasts remains unknown. Warlock's energy-manipulating powers waned at the time he was given the soul-gem by the High Evolutionary. No longer could he direct concussive force from his hands or enhance his strength. Whether this power limitation was caused by his symbiotic relationship with the soul-gem or some other factor is not yet known. When Warlock was summoned from the soul-gem to defeat Thanos for the final time, he seemed to possess these cosmic powers once more.

Warlock was able to spin a cocoon-like object around him at will in a matter of seconds. He did so infrequently during his short life, usually to protect himself from mortal harm, and usually he would emerge from the cocoon at a further level of physical or mental maturity. It is not known where the substance of the cocoon came from, or where it went after he emerged from it.

**Paraphernalia:** Warlock possessed a green soul-gem which adhered to his forehead. Its precise origin unknown, the soul-gem is one of six of its kind. The soul-gem enabled Warlock to project beams of concussive energy (whether it was his body's own energy focused through the gem or the gem's energy is not known), devolve organisms to more primitive states, and absorb the souls (life forces or consciousnesses) of other beings. The more Warlock employed the gem for the latter purpose, the more the gem began to influence Warlock's mind to provide it more souls. The soul-gem appeared to possess a consciousness of sorts. The soul-gem contained (or was a portal to) a small dimensional world where the souls absorbed by the gem would have a shared subjective experience of a peaceful, pastoral valley. Warlock's soul-gem is the only one of the six known to have "vampiric" tendencies.

# WATCHERS

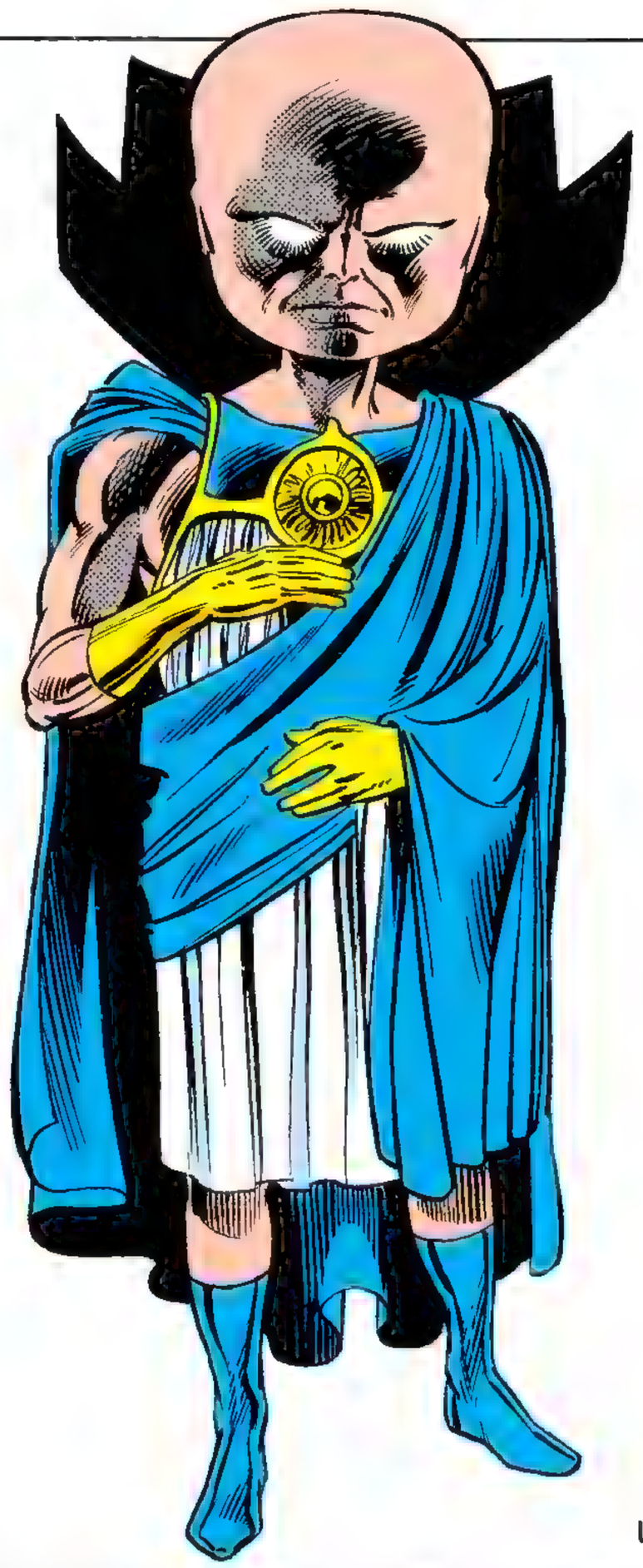
The Watchers are a vastly powerful, ancient extraterrestrial race who untold eons ago undertook the task of passively observing the phenomena of the universe. Their homeworld is an unnamed world in an unknown solar system in another galaxy than the Milky Way which is covered with lush vegetation and bears no artifacts of habitation. None of the Watchers live on their homeworld any more, having each taken up permanent residence somewhere within the solar systems they have elected to observe. On the rare occasions that the Watchers convene on their homeworld, they use their advanced technology to create temporary dwellings which they disassemble after use. It is not known if the planet the Watchers call their homeworld is their planet of origin. If so, the age of the race is relatively brief, a fraction of the lifespan of a single solar system still in the main sequence of its existence. Because the Watchers are scattered across the universe, it is impossible to calculate how many of them there are.

Each Watcher possesses vast mental, physical, and energy-manipulative powers. Watchers are telepathic, able to scan the mind of virtually every known form of sentient life and to project their thoughts into any brain. Watchers can alter their appearance at will, assuming any guise they so choose. This is apparently a mental/psionic capacity, and not a physical shape-shifting ability like that of the alien Skrulls (see *Skrulls*). Watchers can convert their bodies into some form of energy in order to "teleport" through space at hyper-light speeds. (It is probable that they traverse warp space to do so.) Watchers can also psionically manipulate energy in the electromagnetic spectrum. The limits of this capacity are not known: it is probably on the same basic level as such Earth gods as Odin and Zeus or such alien races as the Elan (see *Odin, Zeus, Alien Races: Elan*). Watchers are seemingly immortal (although degrees of maturity are evident), having bolstered the limits of their life forces with "delta-rays". Presumably an explosion that dispersed all of their bodily molecules thousands of miles would prove fatal. There appear to be no secondary sex differences between male and female Watchers. Watchers still reproduce sexually, however, and rudimentary family relationships still provide care and training for the young.

The Watchers undertook their mission of passive observation untold eons ago after an experiment in altruism ended in tragedy. Soon after attaining virtual immortality and mastering such disciplines as converting to energy for interstellar travel, the Watchers collectively decided that it was their duty to help less advanced races. A delegation of four Watchers set forth from their world and traveled to the first planet bearing intelligent life they came upon, the planet Prosilicus. The Watchers offered the Prosilicans knowledge of atomic energy, a rudimentary science for the Watchers, but one that would advance the Prosilicans' level of technology a thousand years. The Prosilicans readily accepted the Watchers' gift, and were tutored for some months on its applied uses. Their test mission accomplished, the Watchers departed. Years later, when they returned to check on the Prosilicans' progress, the Watchers were stunned to learn that they had developed a nuclear bomb, engaged in all-out war with another people, and been devastated to the point of extinction. On the basis of this one test, the Watchers decided to never again interfere in the affairs of any other race. The shame of the Prosilicus experiment was so great that the Watchers devised a code of ethics of strict non-interference and passive observation. This code is so strict that if a being of another race were to be dying at a Watcher's feet, the Watcher would not presume to disturb the order of the universe by offering the being aid. Rather, the Watcher would simply record the being's death throes.

Soon after the experiment, the race of Watchers evacuated their homeworld, and relocated throughout their galaxy and neighboring ones. Each Watcher chose as his or her new home base a solar system where intelligent life had evolved or was in the process of doing so. Acutely motivated by the pursuit of knowledge, the Watchers undertook the observation of the universe (with emphasis on the intelligent races therein), recording mentally everything they witnessed for the sake of eventually sharing it with their fellows.

The first Watcher ever encountered by inhabitants of Earth was Uatu, the Watcher posted in our solar system. It is not known precisely how long Uatu has been observing Earth; his presence is believed to predate the rise of humankind. Uatu resides in the Blue City on Earth's moon, an abandoned settlement with its own atmosphere built by the alien Kree several million years ago (see *Kree*). The Blue Area is also currently occupied by the Earth-born Inhumans (see *Inhumans*). The first known encounter between Uatu and an Earth being occurred several years ago when Reed Richards and the Fantastic Four traveled to the moon to investigate the Blue Area and found themselves in battle with the Red Ghost (see *Fantastic Four, Red Ghost*). The Watcher compromised his vow of non-interference by appearing to the Earth beings and allowing them to retain their memories of his existence. Having once violated the spirit of his peoples' oath, Uatu began to violate it in deed. For unfathomable reasons, he began to develop a fondness for the Fantastic Four, and began warning them of menaces to Earth. At the wedding of Reed Richards, Uatu even helped the Fantastic Four's leader attain victory over the horde of enemies who threatened the occasion. When the world-eater Galactus came to Earth for the first time, Uatu went so far as to try to hide the planet from Galactus's surveillance, face him to debate why the Earth should be spared, and send one of the Fantastic Four to Galactus's home base to acquire the weapon that would defeat him. As Uatu later explained when he was brought on trial for his numerous violations of his people's code of ethics, he had allowed himself to identify with the action and emotion that he observed, and yearned to become involved. After his first fateful violation, further transgressions became easier to justify as he aided his favorite heroes, the Fantastic Four, and marked important events in Earth's history. Uatu finally disgraced himself completely by physically opposing the Kree warrior Captain Mar-Vell. On trial for his deeds, Uatu was released under his own cognizance, vowing not to transgress again. Although he has not committed any overt violations since then, he has made his presence known in several critical situations, thereby arguably affecting the incidents' outcomes.



UATU

In recent years, Uatu has expanded the scope of his observations to include alternate realities whose events diverge from those of the reality in which he lives. The precise manner in which Uatu makes these observations, as well as the circumstances of his discovery of these alternate realities has yet to be learned. The Watcher uses these glimpses into divergent worlds to give him insights about the "real" world.

Other than Uatu, only a few other Watchers are known by name. There is Ecce, the Watcher who witnessed the incubation and hatching of Galactus, and had the opportunity to destroy the future world-eater but did not act upon it. There is Ikor, father of Uatu, the Watcher who proposed the Prosilicus experiment and in penance drafted what became of Watchers' code of ethics. There is Emnu, leader of the Watchers' former world council (now called the High Tribunal), who had opposed the Prosilicus experiment and is now the supreme authority on the rare cases where violations of the Watchers' oaths are brought to trial. Finally, there is Aron, a young Watcher who has not yet been assigned a solar system to observe.

First appearance: (of Uatu) FANTASTIC FOUR #13, (of the Watchers) TALES OF SUSPENSE #53.

Art by John Byrne & Josef Rubinstein

# WIZARD

**Real Name:** Unrevealed
**Occupation:** Professional criminal; formerly a professional inventor, stage musician and escape artist, and chess champion
**Identity:** Known to the police but not to the general public
**Legal status:** American citizen with criminal record
**Former aliases:** The Wingless Wizard
**Place of birth:** Unrevealed
**Marital status:** Single
**Known relatives:** None
**Group affiliation:** Leader of the Frightful Four (now disbanded), former ally of Mysterio and the Plantman
**Base of operations:** New York City area. The Wizard maintains an enormous mansion on Long Island.
**First appearance:** STRANGE TALES #102
**Origin:** Before his first clash with the Human Torch, the Wizard was one of the most prominent celebrities of his day, known throughout the world. He was acclaimed by his fellow scientists for his new theories. The Wizard became quite rich as a result of his great number of inventions, many of which were futuristic devices and furnishings which were sold to the wealthy, but whose expense put them out of the reach of the middle class. The Wizard designed and had built for himself a futuristic mansion in Long Island which he filled with his own inventions. The Wizard also used his intellectual talents to become a world famous chess player. The Wizard had even entered show business, and would publicly stage feats of "magic" which he actually accomplished through advanced scientific means. Because of his many such feats and intellectual achievements, he became known in the news as the "Wizard."

The Wizard came to believe that there was only one intellectual challenge left for him, and that was to defeat the Human Torch. Moreover, the Wizard intended to defeat the Torch by impersonating him and then destroying the real Torch's heroic reputation. The Wizard was envious of the powers of the superhuman adventurers who had recently appeared, and feared that the public would turn so much of its attention to such people that it would lose interest in him. He chose to go after the Torch since he was the most visually spectacular of them so far.

As part of his scheme the Wizard staged another of his remarkable public feats: he used a vehicle with an atomic-powered drill to bore what he said would be the deepest hole ever dug into the Earth. The Wizard then intentionally triggered a cave-in which buried his vehicle deep underground. Unknown to anyone else, the Wizard had placed oxygen tanks aboard the vehicle which could enable him to live for weeks down there. As the Wizard planned, he was rescued by the Human Torch. In seeming gratitude, the Wizard invited the Torch to his mansion. There the Wizard imprisoned the Torch. The Wizard then donned a costume he had designed which allowed him to mimic the Torch's abilities, and thus disguised as the Torch, publicly committed a series of crimes. However, the Human Torch broke free, and with the aid of the Invisible Girl, captured the Wizard and procured proof for the police that it was actually the disguised Wizard who had committed the crimes. As a result, the Wizard was sentenced to prison.

The Wizard made subsequent attempts to revenge himself on the Torch, one of which was in partnership with another Torch foe named Paste-Pot Pete. In an encounter with Paste-Pot Pete and the Sandman, the Wizard became inspired to create and lead a team that would be a criminal counterpart to the Fantastic Four. The Sandman and Paste-Pot Pete, under his new name of the Trapster, both joined the team, and the Wizard recruited Madame Medusa as its fourth member. The Wizard had heard rumors of Medusa's existence, and journeyed to the Mediterranean island where she was said to be living like a hermit. Medusa had fled from the Inhumans' Himalayan refuge, suffered amnesia, become a thief in Paris, and had returned to the island to escape the police. After arriving on the island, the Wizard saw her fight off a search party of police, and then offered her partnership with him. Medusa reluctantly agreed. The Wizard and his three partners became known as the Frightful Four. Most of the Wizard's criminal activities since then have been conducted in unison with the other Frightful Four members. After Medusa's departure from the organization, her place was filled by Thundra, the Brute, Electro, and Llyra (see individual entries). Occasionally the Wizard committed crimes on his own, and once he entered a brief partnership with Mysterio.

Since none of Medusa's successors proved to be a successful member of the group, and since the Sandman has now reformed, the Wizard has disbanded the Frightful Four. For now, at least, the Wizard opearates on his own as a professional criminal.

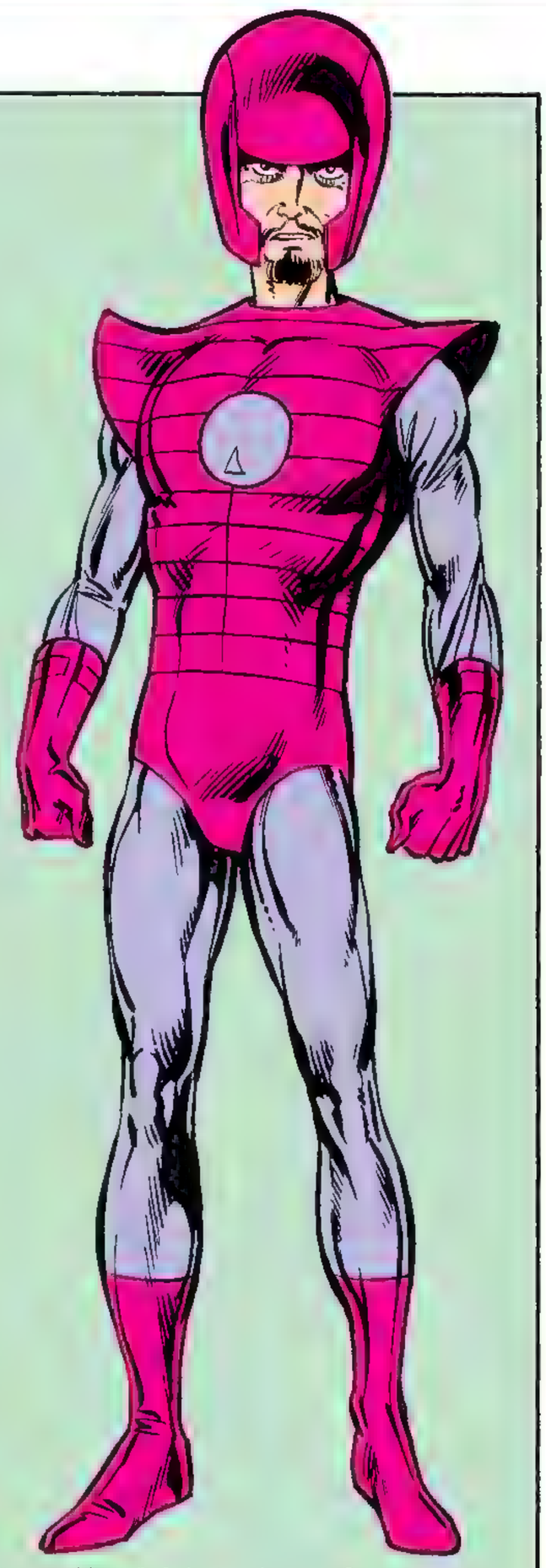
**Height:** 5'8" **Eyes:** Hazel
**Weight:** 150 lbs. **Hair:** Dark Brown

**Powers:** The Wizard has no superhuman powers, has little athletic ability, and has had no training in unarmed combat. However, his intellect is of genius level, and he has made discoveries that reach beyond the scope of contemporary science in such fields as the study of subatomic particles (hence his work with gravitons) and the study of other dimensions. The Wizard's scientific brilliance, though, however great it may be, is still considerable less than that of such intellectual giants as Reed Richards, Doctor Doom, Magneto, and the Mandarin.

**Weapons:** The Wizard has created a large array of devices and weaponry which he has used against his various opponents. The best known of these are his "anti-gravity discs" or "flying discs." Each disc generates anti-gravitons which allow the disc to counteract the force of gravity. (Gravitons are subatomic particles which carry the force of gravitational attraction between atomic particles. Anti-gravitons are subatomic particles with an opposite charge, The Wizard wears an anti-gravity disc on his costume. The disc enables him to hover in the air or to fly at speeds of up to 140 miles per hour (that being the limit at which he can still breathe). The Wizard can vary the height at which he hovers by manually adjusting the disc, thereby varying the rate of interaction between the anti-gravity particle projector and the Earth's gravity field. Through adjusting the disc, the Wizard can cause the anti-gravity energy to propel him in whatever direction he chooses. By adjusting the disc he can also vary the speed at which he is propelled.

The Wizard can attach one or more anti-gravity discs to an object, thereby causing it to become virtually weightless, enabling him to more easily carry it off. He has often hurled anti-gravity discs treated with the Trapster's special paste (see *Trapster*) at opponents. The discs are pre-set so that when they strike the opponent, they will carry him helplessly upwards. The Trapster's paste will give the victim great difficulty in removing the discs.

The Wizard's second most notable set of weapons are his "power gloves," which contain their own miniaturized generators, circuitry, and devices which enable the Wizard to perform various feats They magnify the power of blows from his hands while he wears them, so that he can spilt an anvil with one blow. They also magnify his lifting ability while he wears them, so that he can pick up an adult man with one hand and hurl him across a large room. While wearing his special gloves, the Wizard can lift (press) at least 500 pounds. The gloves can project intense bolts of high frequency electrical force, and short range (35 feet) medium-energy



"power blasts" of electron beams. One of the "power blasts" can have the concussive force of 30 pounds of TNT. The gloves can be used to generate a force field around the Wizard that can shield him from a concussive force equivalent to small, anti-tank weapons. He can also use the gloves to produce a "typhoon sphere," which is a small, propellor-shaped force field that causes a whirling vortex of air which rapidly grows and can engulf an opponent. The effects created by the gloves are the results of different applications of anti-gravitational force. Anti-gravitational force is used to repel objects (hence, the force field and power blasts), to help the Wizard lift massive objects, to create vortices of air, to help him destroy objects by striking them with force field gravity beam encased hands, and pulsed gravity wave accelerated electron "power" beams.

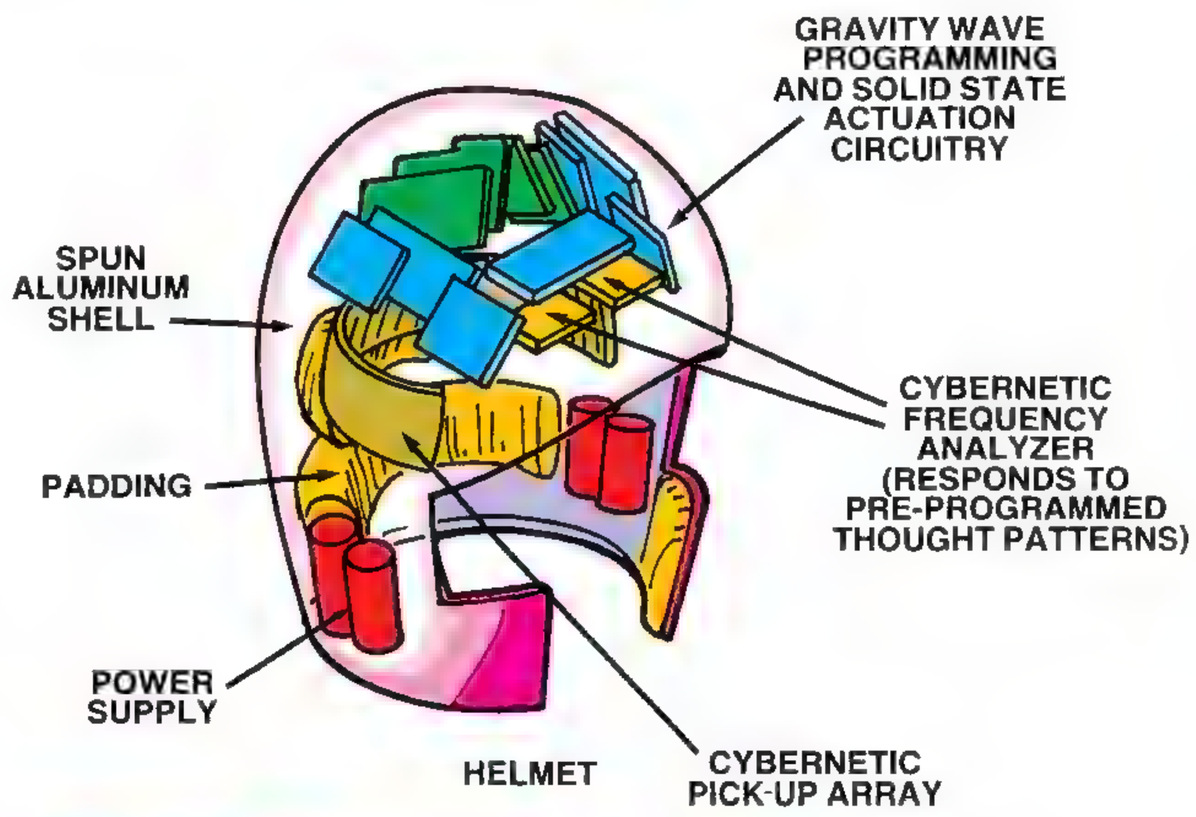
Another invention of the Wizard's is his "id machine," with which he can stimulate the R complex of the brain, and release a victim's aggressive urges, suppress the victim's conscience, and brainwash the victim into serving him. In the past the Wizard has used the d machine to put the Thing and the Human Torch temporarily under his control.

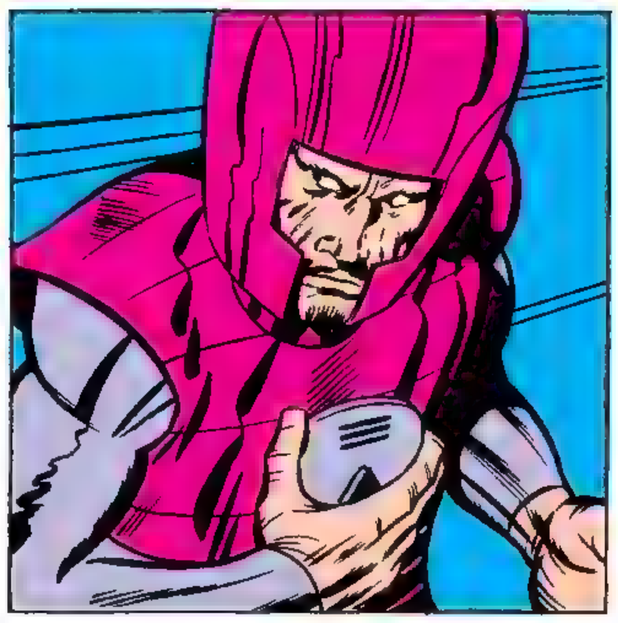
Among the Wizard's many other inventions that he has used for crime are his anti-gravity airship, a costume that duplicates (within limits) the powers of the Human Torch, the means of creating a "pocket of non-casuality" within which all variations of events are equally possible, and the means to create a "dimensional matrix" so that an entrapped victim will keep returning to the same room no matter how often he or she leaves it.

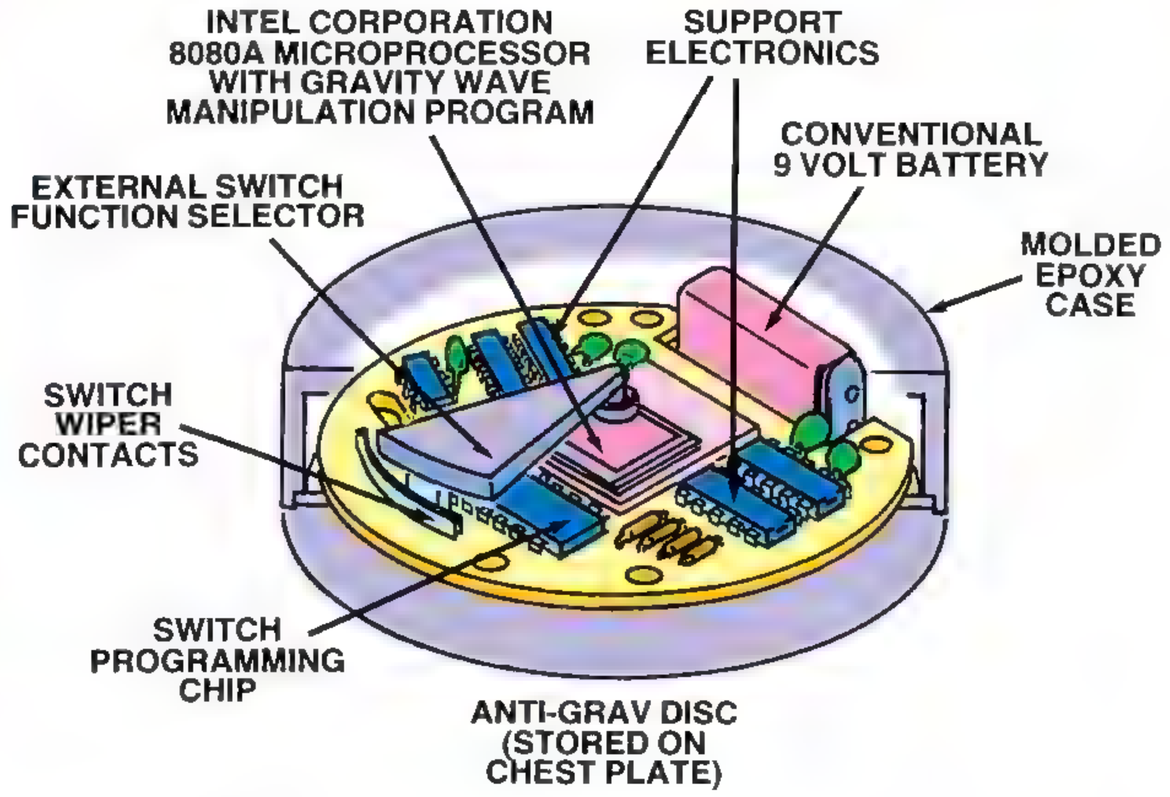
Art by John Byrne & Josef Rubinstein

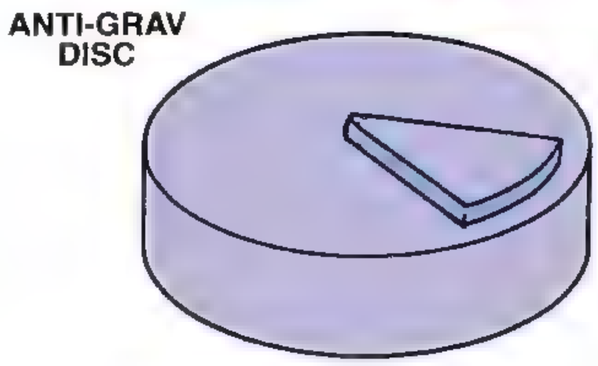
# WIZARD'S HELMET, POWER-GLOVES, AND ANTI-GRAV DISCS

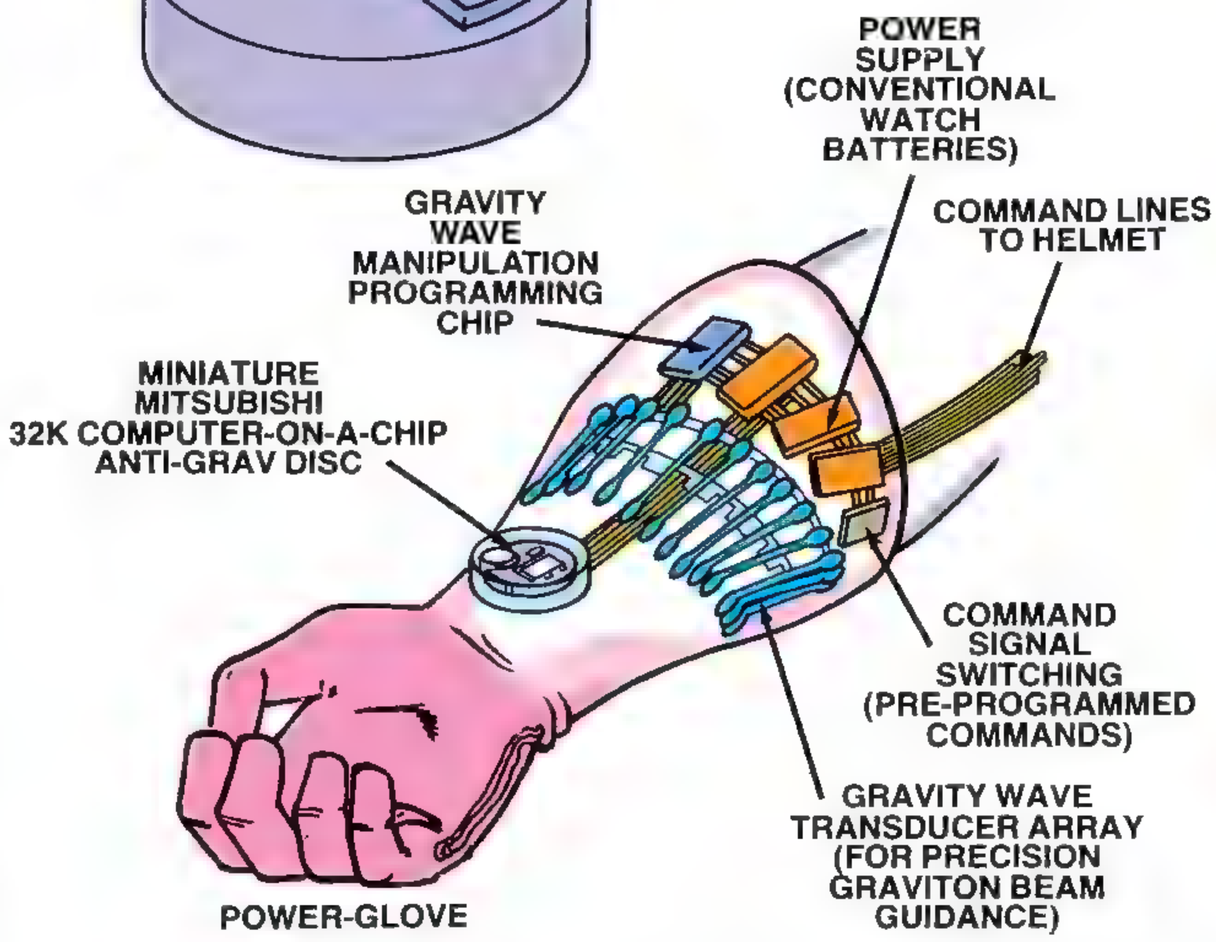
**DESIGNED AND CONSTRUCTED BY THE WIZARD**

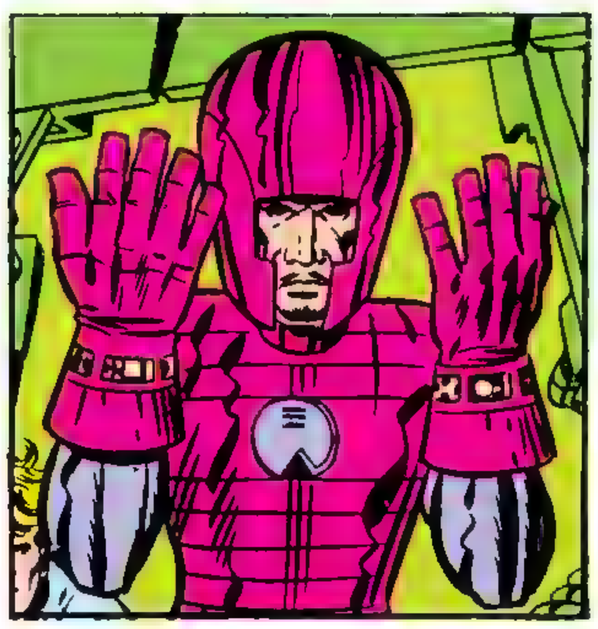





INTEL CORPORATION 8080A MICROPROCESSOR WITH GRAVITY WAVE MANIPULATION PROGRAM
SUPPORT ELECTRONICS
CONVENTIONAL 9 VOLT BATTERY
EXTERNAL SWITCH FUNCTION SELECTOR
MOLDED EPOXY CASE
SWITCH WIPER CONTACTS
SWITCH PROGRAMMING CHIP
ANTI-GRAV DISC (STORED ON CHEST PLATE)





POWER SUPPLY (CONVENTIONAL WATCH BATTERIES)
GRAVITY WAVE MANIPULATION PROGRAMMING CHIP
COMMAND LINES TO HELMET
MINIATURE MITSUBISHI 32K COMPUTER-ON-A-CHIP ANTI-GRAV DISC
COMMAND SIGNAL SWITCHING (PRE-PROGRAMMED COMMANDS)
GRAVITY WAVE TRANSDUCER ARRAY (FOR PRECISION GRAVITON BEAM GUIDANCE)
POWER-GLOVE



Art by Eliot R. Brown

# ALIEN RACES

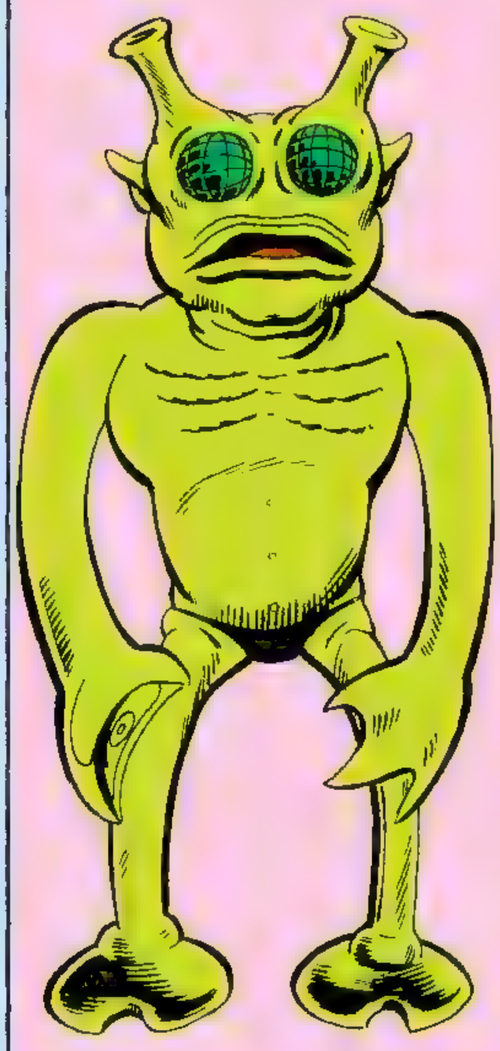
## DRUFFS

**Origin Galaxy:** Andromeda
**Star System:** Psori
**Planet:** Ryas, fourth from sun
**Habitat:** Similar to Earth
**Gravity:** 1.1 Earth's
**Atmosphere:** 1.3 Earth density

**Population:** Uncountable, due to rapid procreation
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two (on head)
**Fingers:** Three (with opposable thumb)
**Toes:** Three
**Skin color:** covered by pink or brown fur
**Average height:** 3.5'
**Special adaptations:** Druffs reproduce asexually, dividing into three apparently identical beings whenever one strikes an object with sufficient force. They have a lifespan of about three Earth-years, and are extremely adaptable to various environments.
**Type of government:** None
**Level of technology:** None
**Cultural traits:** Druffs are timid creatures, with no more than child-like intelligence, and are easily tyrannized by the Skrulls.
**Note:** The Druffs originated on a world that was colonized by the Skrulls approximately 25,000 years ago. They have spread to other worlds in the Skrull Empire, including the Skrull homeworld, by stowing away aboard starships. They are considered vermin by the Skrulls and are periodically slaughtered.
**First appearance:** FANTASTIC FOUR #37

## ELAN

**Origin Galaxy:** Milky Way
**Star System:** Beta Scorpi (Earth designate)
**Planet:** Elanis, fifth from sun
**Habitat:** Dense jungle throughout equatorial region



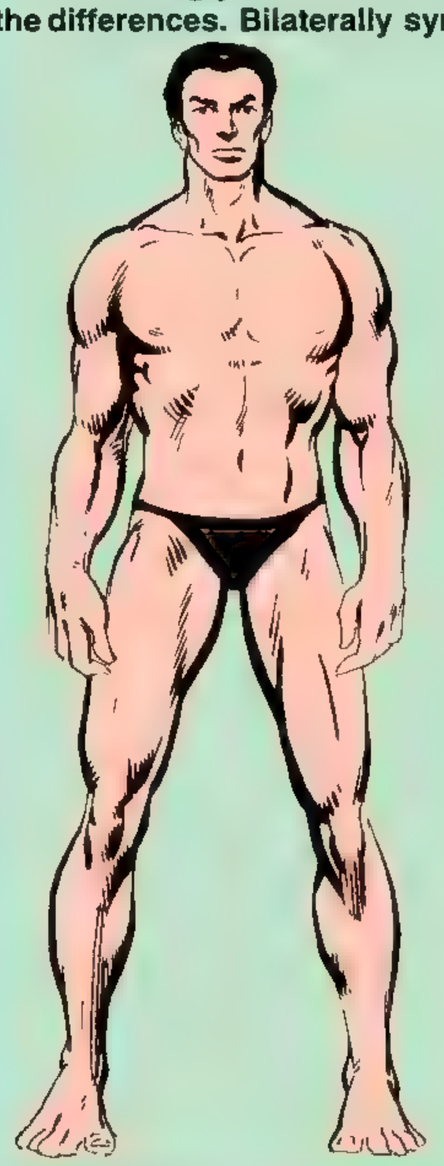
**Gravity:** 2.1 of Earth's
**Atmosphere:** 1.85 Earth density, similar to Earth's
**Population:** 2.7 million
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two (on head) green, multifaceted
**Fingers:** Three (with opposable thumb)
**Toes:** Two (hoof-like)
**Skin color:** Green
**Average height:** 10'
**Special adaptations:** Can project virtually limitless psionic energy from the two antennae atop their heads, primarily to rearrange or transmute atoms and molecules, or to attract or repel objects.
**Type of government:** Planetwide union of democratic nations
**Level of technology:** Elan have built advanced interstellar ships with warp-drive. Their technology is superior to Earth's, but the Elan rarely utilize it since fully developing their psionic abilities.
**Cultural traits:** Peaceful and dedicated to their own arts, science, and philosophy. They avoid contact with other cultures.
**Names of representatives:** The "Infant Terrible" and its parents (real names unknown).
**First appearance:** FANTASTIC FOUR #21

## FLB'DBI

**Origin Galaxy:** Milky Way
**Star System:** Beta Lyrae
**Planet:** Jhb'Btt, fourth from sun
**Habitat:** Water covers .40 of the planet, late planetary volcanism has created great mountain ranges
**Gravity:** 1.35 of Earth's
**Atmosphere:** 1.2 Earth density
**Population:** 3.2 billion
**Physical Characteristics:**
**Type:** Semi-arachnoid
**Eyes:** Two (on head)
**Fingers:** None
**Toes:** Four
**Skin color:** Brown, covered with reddish brown fur
**Average height:** 3' 8" at shoulder
**Special adaptations:** Telepathic. Have four arms and four legs, all resembling tentacles. Lifespans of many thousands of Earth-years.
**Type of government:** Socialist republics
**Level of technology:** Half a million years ago, the Flb'Dbi had intermediate-level interstellar vessels. Presumably today, the Flb'Dbi are far more advanced.
**First appearance:** FANTASTIC FOUR #221

## HUMANOID ALIENS

**Scattered across the Milky Way Galaxy and its neighboring galaxies are a number of alien races whose basic appearances are so strikingly similar that it would take a biopsy to determine the differences. Bilaterally symmetrical, mammalian, possessing the same configuration of external sensory organs, the same number of fingers and toes, the same range of skin, eye, and hair color, and the same range of height and weight, these aliens are not the product of chance evolution but have a common genetic ancestor, the identity of which is as yet unknown. One of the races claiming to be the common ancestor is the Xorri, the last remnants of which became Xorr the "God-Jewel." Among the many races that fit this genetic type is the human race of Earth.**



**Depicted here is the general phenotype of the Humanoid Alien Races, of all the known races that conform to its basic image.**

**EARTHLINGS**
**Galaxy:** Milky Way
**Star System:** Sol
**Planet:** Earth
**Names of representatives:** Reed Richards, Ben Grimm
**First appearance:** FANTASTIC FOUR #1

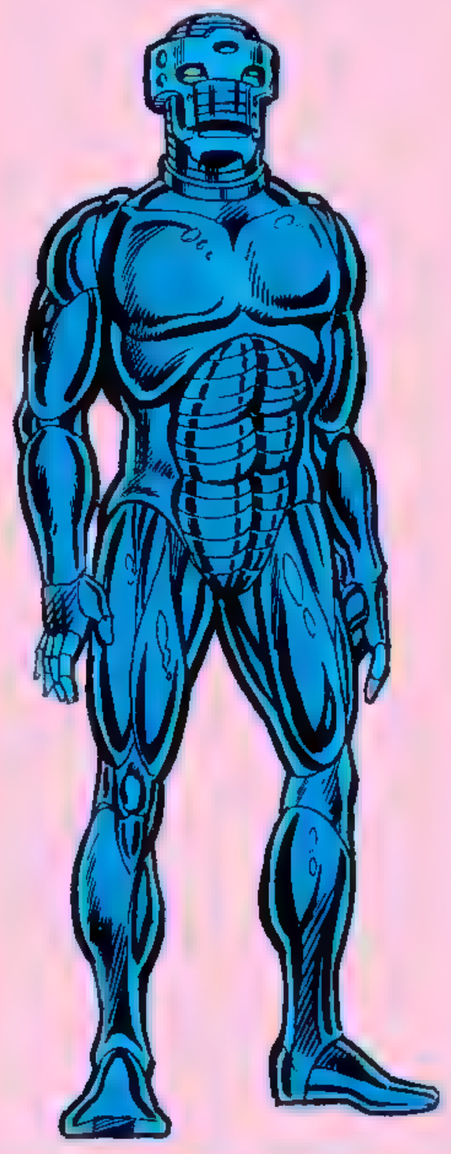
Art by Paty Cockrum & Josef Rubinstein

# ALIEN RACES

## LANDLAKS

**Origin Galaxy:** Milky Way
**Star System:** Wole
**Planet:** The Landlaks live on the large moon Birj, in orbit around Marman, a gas-giant, seventh from sun.
**Habitat:** Arid, mountainous, little fertile land. .63 surface covered with water
**Gravity:** .8 Earth
**Atmosphere:** .71 nitrogen, .20 oxygen
**Population:** 750 million
**Physical Characteristics:**
**Type:** Humanoid
**Eyes:** Two
**Fingers:** Five (with opposable thumb)
**Toes:** Five
**Skin color:** Pink
**Average height:** 5' 10"
**Special adaptations:** None
**Type of government:** Birj was previously ruled by the warlord Tyros. Currently each city is governed by elder members of powerful families.
**Level of technology:** Primitive, no interstellar travel.
**Cultural traits:** Submission to authority
**Names of representatives:** Tyros (later transformed into Terrax, see *Terrax, Galactus's Heralds*)
**First appearance:** FANTASTIC FOUR #211

## MEKKANS

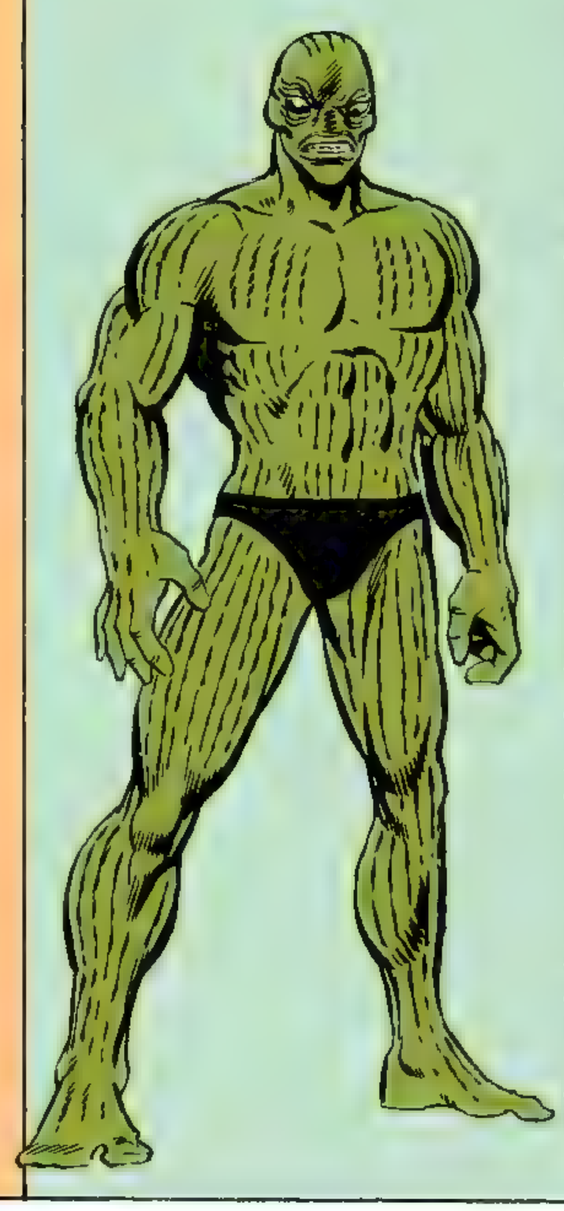


**Origin Galaxy:** Milky Way
**Star System:** Kirthom
**Planet:** Mekka (originally called Maarin), second from sun
**Habitat:** Artificial, with temperate climate
**Gravity:** 1.02 Earth
**Atmosphere:** .78 nitrogen, .21 oxygen
**Population:** 1.7 billion
**Physical Characteristics:**
**Type:** Semi-humanoid androids
**Eyes:** Two
**Fingers.** Five (with opposable thumb)
**Toes:** Inapplicable
**Skin color:** Inapplicable
**Average height:** 6'5"
**Special adaptations:** Superhumanoid strength
**Type of government:** Democracy
**Level of technology:** Highly advanced, especially in robotics. Interstellar travel with warp-drive.
**Cultural traits:** Mekkans lead lives of "tranquil sterility" with no interest in making cultural progress.
**Names of representatives:** Torgo
**Note:** The planet was originally populated by humanoids called the Maarin who built the robotic Mekkans as their servants, and covered the planet's surface with metal. After the Maarin were all killed by an extraplanetary spore virus, the Mekkans took control of the planet.
**First appearance:** FANTASTIC FOUR #91

## OVOIDS

**Origin Galaxy:** Milky Way
**Star System:** Janstak
**Planet:** Birkeel, third from sun
**Habitat:** Temperate, .75 water
**Gravity:** .88 Earth
**Atmosphere:** .75 nitrogen, .23 oxygen
**Population:** 5 million
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two (on head)
**Fingers:** Five (with opposable thumb)
**Toes:** Spatulate
**Skin color:** Yellow
**Hair color:** None
**Average height:** 8'
**Special adaptations:** Capable of levitating objects psionically
**Type of government:** Worldwide democracy
**Level of technology:** Extraordinarily advanced. The minds of dying Ovoids are transferred into artificial bodies, giving them virtual immortality.
**Cultural traits:** Innocently trusting, benevolent
**Names of representatives:** None known
**First appearance:** FANTASTIC FOUR #10

## QUONS



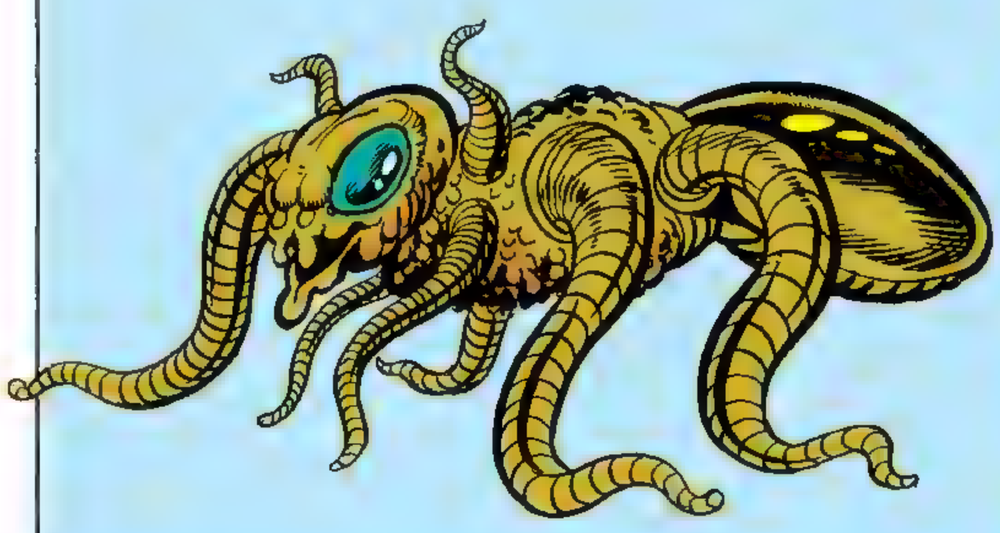
**Origin Galaxy:** Milky Way
**Star System:** Byjak
**Planet:** Quon, third from sun
**Habitat:** .85 covered by water
**Gravity:** 1.5 Earth's
**Atmosphere:** .73 nitrogen, .24 oxygen
**Population:** 4.3 billion
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two, black
**Fingers:** Five (with opposable thumb)
**Toes:** Two
**Skin color:** Brown
**Average height:** 6'4"
**Special adaptations:** Quons are amphibious, possessing both lungs and gills. They are superhumanly strong in order to survive great water pressure and their planet's gravity. Their skin is like leather. By drinking a special potion they can adopt standard humanoid form.
**Type of government:** Socialist
**Level of technology:** Moderately advanced interstellar ships, advanced knowledge of biochemistry
**Cultural traits:** Adventurous, courageous
**Names of representatives:** "The Monster from the Lost Lagoon" and its mate
**First appearance:** FANTASTIC FOUR #97.

Art by Paty Cockrum & Josef Rubinstein

# ALIEN RACES

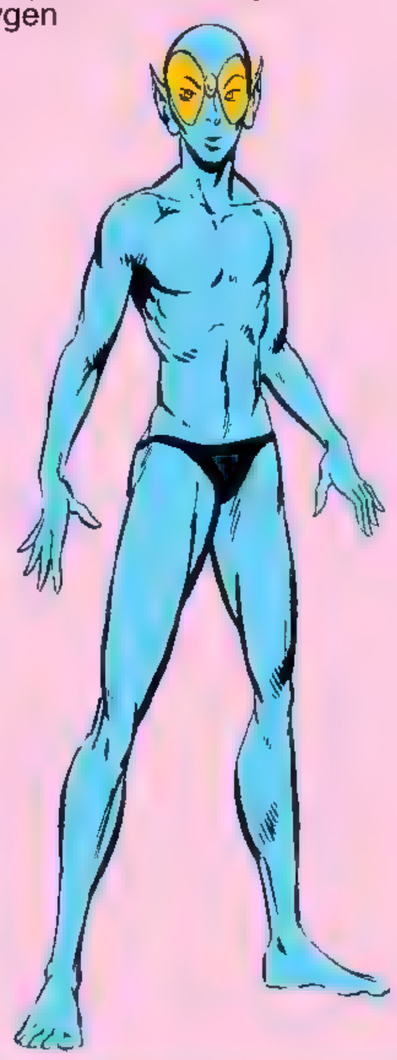
## SLIGS

**Origin Galaxy:** Milky Way
**Star System:** Ryneb
**Planet:** Ankara, sixth from sun
**Habitat:** Mostly temperate, .75 covered by water
**Gravity:** 1.2 Earth
**Atmosphere:** .74 nitrogen, .21 oxygen
**Population:** 4.2 billion
**Physical Characteristics:**
**Type:** Insectoid
**Eyes:** Two
**Fingers:** Inapplicable
**Toes:** Inapplicable
**Skin color:** Brown
**Average height:** 6'
**Special adaptations:** Each Slig has eight tentacle-like limbs. The front limbs can be used for grasping and manipulating objects. Sligs have telepathic powers, and can apparently levitate themselves. Their bodies shrivel upon death.
**Type of government:** Republics
**Level of technology:** Advanced starships with warp-drive
**Cultural traits:** Dedication and nobility (except for the criminals)
**Names of representatives:** Grogarr (deceased)
**First appearance:** FANTASTIC FOUR #209



## SOLONS

**Origin Galaxy:** Milky Way
**Star System:** Nardea
**Planet:** Solon, fourth from sun
**Habitat:** Mostly temperate, .76 covered by water
**Gravity:** .94 Earth
**Atmosphere:** .80 nitrogen, .15 oxygen



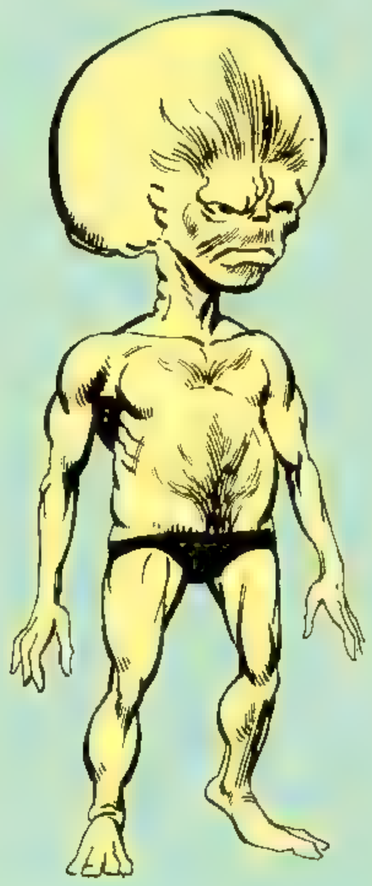
**Population:** 3.8 billion
**Physical Characteristics:**
**Type:** Humanoid
**Eyes:** Two, blue
**Fingers:** Five (with opposable thumb)
**Toes:** Five
**Skin color:** Blue
**Average height:** 9"
**Special adaptations:** Although there are both male and female Solons, Solons reproduce by fission, as one-celled organisms do. As a result all male and female Solons are genetically identical to all other members of their own sex. All Solons have the potential for psionic powers: for example, the Solon "Spinnerette" can psionically prevent vertigo in others in weightless environments, and induce vertigo in others in planetary environments. Solons become "intoxicated" in oxygen-rich atmospheres such as Earth's.
**Type of government:** Planetwide democracy
**Level of technology:** Moderately advanced warp-drive starships. Solons use their psionic powers to perform many tasks for which other races require technology.
**Cultural traits:** Friendly, exploratory
**Names of representatives:** "Spinnerette"
**First appearance:** FANTASTIC FOUR #237

## TEKTONS

**Origin Galaxy:** Andromeda
**Star System:** Tacuspar
**Planet:** Tekton
**Habitat:** Mostly tropical, .82 covered by water
**Gravity:** 1.7 Earth
**Atmosphere:** .73 nitrogen, .23 oxygen
**Population:** 3.9 billion
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two
**Fingers:** Four (with opposable thumb)
**Toes:** Three
**Skin color:** Skin virtually totally covered by purple fur
**Average height:** '"
**Special adaptations:** Superhumanoid strength, prehensile tail
**Type of government:** Tribes
**Level of technology:** Primitive
**Cultural traits:** Savagery
**Names of representatives:** Taxtor
**Note:** Tektons are often enslaved by Skrulls for use in gladiatorial combat
**First appearance:** FANTASTIC FOUR #91

## XANTHA

**Origin Galaxy:** Milky Way
**Star System:** Jatskan (original), New Jatskan (current)
**Planet:** Xanth ("Planet X,"original); New Xanth (current)
**Habitat:** Temperate, .76 covered by water
**Gravity:** .96 Earth's



**Atmosphere:** .76 nitrogen, .21 oxygen
**Population:** 5 billion
**Physical Characteristics:**
**Type:** Semi-humanoid
**Eyes:** Two
**Fingers:** Five (with opposable thumb)
**Toes:** Five
**Skin color:** Pale yellow
**Average height:** 4'6"
**Special adaptations:** None
**Type of government:** Worldwide technocracy headed by one Xantha
**Level of technology:** Extremely high, including use of antigravity and sonic means of affecting the behavior of sentient beings. The Xanthas have developed warp-drive starships but rarely engage in interstellar travel.
**Cultural traits:** Intense dedication to science, isolationism
**Names of representatives:** Kurrgo
**Note:** The Xantha's original home planet, Xanth, was destroyed in a collision with a rogue asteroid. The Xantha had only two warp-drive starships and seemed doomed until Reed Richards adapted the shrinking gas used by Henry Pym to shrink the entire population of Xanth to the height of about four inches. Thus, all the Xantha could fit inside the starships, and they left for their new home planet, which they call New Xanth.
**First appearance:** FANTASTIC FOUR #7

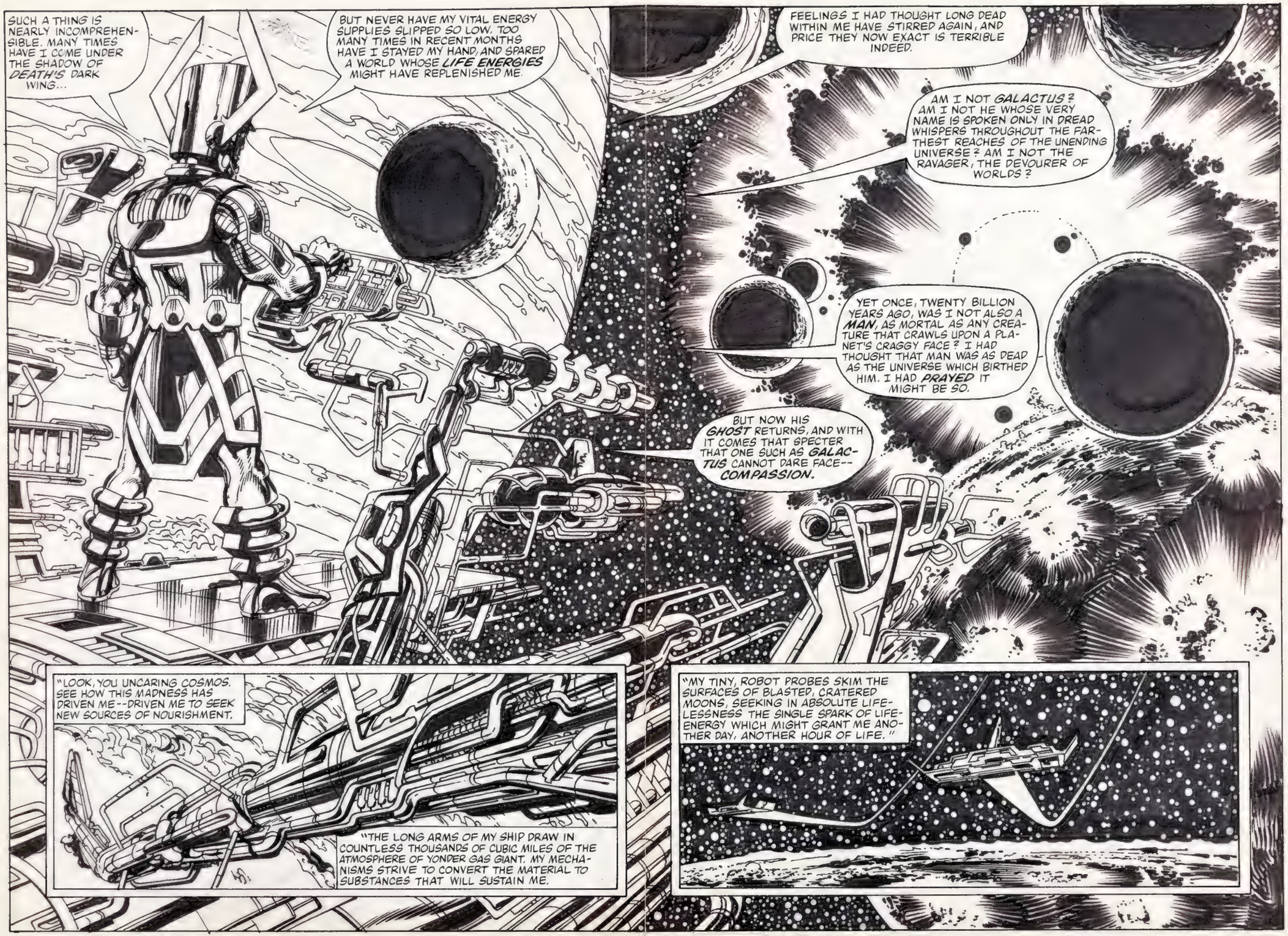
Art by Paty Cockrum & Josef Rubinstein

*Marvel Fanfare* #10 (August 1983) Thing pinup
by Brent Anderson

*The Fantastic Four* #256 cover original art
by John Byrne

Courtesy HeritageAuctions.com

*The Fantastic Four* #257, pages 2-3 original art, by John Byrne


SUCH A THING IS NEARLY INCOMPREHENSIBLE. MANY TIMES HAVE I COME UNDER THE SHADOW OF DEATH'S DARK WING...
BUT NEVER HAVE MY VITAL ENERGY SUPPLIES SLIPPED SO LOW. TOO MANY TIMES IN RECENT MONTHS HAVE I STAYED MY HAND, AND SPARED A WORLD WHOSE LIFE ENERGIES MIGHT HAVE REPLENISHED ME.
FEELINGS I HAD THOUGHT LONG DEAD WITHIN ME HAVE STIRRED AGAIN, AND PRICE THEY NOW EXACT IS TERRIBLE INDEED.
AM I NOT GALACTUS? AM I NOT HE WHOSE VERY NAME IS SPOKEN ONLY IN DREAD WHISPERS THROUGHOUT THE FARTHEST REACHES OF THE UNENDING UNIVERSE? AM I NOT THE RAVAGER, THE DEVOURER OF WORLDS?
YET ONCE, TWENTY BILLION YEARS AGO, WAS I NOT ALSO A MAN, AS MORTAL AS ANY CREATURE THAT CRAWLS UPON A PLANET'S CRAGGY FACE? I HAD THOUGHT THAT MAN WAS AS DEAD AS THE UNIVERSE WHICH BIRTHED HIM. I HAD PRAYED IT MIGHT BE SO.
BUT NOW HIS GHOST RETURNS, AND WITH IT COMES THAT SPECTER THAT ONE SUCH AS GALACTUS CANNOT DARE FACE--COMPASSION.
"LOOK, YOU UNCARING COSMOS. SEE HOW THIS MADNESS HAS DRIVEN ME--DRIVEN ME TO SEEK NEW SOURCES OF NOURISHMENT.
"THE LONG ARMS OF MY SHIP DRAW IN COUNTLESS THOUSANDS OF CUBIC MILES OF THE ATMOSPHERE OF YONDER GAS GIANT. MY MECHANISMS STRIVE TO CONVERT THE MATERIAL TO SUBSTANCES THAT WILL SUSTAIN ME.
"MY TINY, ROBOT PROBES SKIM THE SURFACES OF BLASTED, CRATERED MOONS, SEEKING IN ABSOLUTE LIFELESSNESS THE SINGLE SPARK OF LIFE-ENERGY WHICH MIGHT GRANT ME ANOTHER DAY, ANOTHER HOUR OF LIFE."

Courtesy HeritageAuctions.com

*The Fantastic Four Annual* #17 cover original art
by John Byrne

| TITLE | SCHEDULE |
|---|---|
| NO. | |
| MONTH | ARTIST |

| XEROX | LAWYER | APPROVAL | STATS | | CODE | DIAMOND |
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Courtesy HeritageAuctions.com

*Fantastic Four Visionaries: John Byrne Vol. 3* TPB (2004) cover
by John Byrne, Terry Austin & Avalon's Andy Troy

Reprinting *The Fantastic Four* #251-257 & *Annual* #17, *The Avengers* #233 and *The Thing* #2

# BIOGRAPHIES

## JOHN BYRNE

With his naturalistic style captivating legions of fans, John Byrne became one of the most influential and popular comic artists of the '70s and '80s. Born in England but raised in Canada, with four years of art school training under his belt, Byrne headed straight for the comics business, getting his start with Charlton Comics.

He produced his first original creations, the robot Rog-2000—which appeared as a backup strip in *E-Man*—and *Doomsday +1* at Charlton. Though the art was rough compared to his later standards, it drew the attention of Marvel Comics, where he found work on *Champions*, *Iron Fist* and *Marvel Team-Up*. The relationship he established on these books with writer Chris Claremont led to his entry on a title that was rapidly ascending in importance at Marvel: the "All-New, All-Different" *X-Men*.

Taking the torch from Dave Cockrum, for the next five years Byrne penciled and co-plotted the adventures of Marvel's mutants. His fresh style translated perfectly to the new cast of characters, and together Byrne and Claremont built the X-Men into a keystone title at Marvel. However, just after the twin triumphs of "The Dark Phoenix Saga" and "Days of Future Past," Byrne left the book.

His next major achievement was a long run as writer/artist on *Fantastic Four* that restored the title to its imaginative best. His run hearkened back to the glory days of Lee and Kirby and is arguably the milestone achievement of his career. Other high points in his early '80s Marvel work included "War and Remembrance," a bracing set of Captain America stories with Roger Stern and *Alpha Flight*, a team of Canadian heroes written and drawn by Byrne.

Next, Byrne headed to DC Comics to revive the flagging Superman franchise with a reset of the Superman mythos that was enormously popular at the time and is still hailed as a masterpiece decades later. After two years helming Superman, Byrne returned to Marvel to work on a diverse set of books including the New Universe's *Star Brand*, the irreverent *Sensational She-Hulk* and the high-tech adventures of Iron Man. In the 1990s, Byrne launched his creator-owned series *Next Men*, scripted the first issues of Mike Mignola's *Hellboy* and delivered the goods for both Marvel and DC on numerous titles. Today, the implacable Byrne continues to write, draw and preside over a popular website. He was inducted into the Eisner Hall of Fame in 2015.

## MARK GRUENWALD

Few can lay claim to the influence that Mark Gruenwald had on Marvel as an editor, writer and artist during the 1980s and '90s. Born in 1953 in Wisconsin, Gruenwald's love of comics manifested in a fanzine titled *Omniverse*, which led to writing articles for the DC-published fanzine *Amazing World of DC Comics*. In 1978, he was hired by Jim Shooter to serve as an assistant editor at Marvel. In addition, Gruenwald also scripted several titles. He was ongoing writer of *Spider-Woman* in 1978-79, he kicked off a long run co-scripting *Marvel Two-In-One* with the "Project Pegasus" arc, and he co-wrote a handful of stories in *What If?* and *Thor*. Early in his career, Gruenwald also penciled a number of titles, including issues of *Questprobe*, *Incredible Hulk* and *Marvel Team-Up*. His major art credit was drawing the 1983 *Hawkeye* miniseries, which he also scripted.

A well-known continuity hound and office jokester, Gruenwald gave T-shirts emblazoned with the catchphrase "Continuity or Bust" to his office peers. His deep love of the Marvel mythos didn't stop with T-shirts. As a writer, he delved deep into Marvel's past with his "Untold Tales of the Marvel Universe" backup stories in *What If?*, as well as the secret origin of the High Evolutionary in the 1989 "Evolutionary War" event. Gruenwald's biggest achievement in grappling with the encyclopedic history of Marvel was his development of *The Official Handbook of the Marvel Universe*, a series compiling the backgrounds of virtually every Marvel character. Eager fans devoured *OHOTMU*, and the series' success led to multiple sequels and updates that continue today.

Gruenwald's biggest accomplishment as a writer came with *Captain America*, a title which he wrote for an astonishing 137-issue run from 1985-1995. He also kicked off long runs on *Quasar* and the New Universe title *D.P. 7*. His critically acclaimed magnum opus, *Squadron Supreme*, a 12-issue miniseries, reestablished the alternate-reality Marvel team. When Tom DeFalco was named editor-in-chief in 1988, Gruenwald became his second-in-command with the title of executive editor. As an editor, he worked closely to mentor young writers, bringing an unforgettable sense of fun to the deadline slog. Tragically, Gruenwald passed away in 1996 due to an unknown heart ailment. In his will, he requested his ashes be mixed with ink used in the first printing of the *Squadron Supreme* trade paperback.

## ROGER STERN

Born in Noblesville, Indiana, in 1950, Roger Stern was a self-professed "child of the '50s," immersing himself in pop culture icons like Lucille Ball, the Lone Ranger, and especially Superman. After graduating from Indiana University, Stern worked at Indianapolis' WXLW radio and formed a comic fan collective with fans in the region. Stern teamed with fellow Hoosier Bob Layton to transform Layton's comic sales business into the fanzine *CPL* (*Contemporary Pictorial Literature*). Their efforts led to an offer from Charlton to create the publisher's official fanzine, *Charlton Bullseye*. Soon after, Stern's fandom pal Roger Slifer contacted him with an opportunity to interview for a Marvel staff job. Stern raced to New York to put his passion for comics to the test. He was hired as an assistant editor and in 1975 embarked on an eleven-year career at Marvel. Stern's early editing duties saw him guiding the Avengers family of

titles, *Master of Kung Fu*, *Spider-Woman*, and others. He also presided over *X-Men* during the seminal Chris Claremont, John Byrne, and Terry Austin run, and plotted *Marvel Premiere* #50 starring rocker Alice Cooper.

In 1978, he began to take on regular writing work on *The Incredible Hulk* and *Doctor Strange*. His compelling storytelling quickly earned him an audience and turns writing *Captain America* and Spider-Man in *The Spectacular Spider-Man*. The latter title led to his tenure on *The Amazing Spider-Man*, a run regarded by many as second only to Stan Lee's. Amongst their many Spidey highlights, Stern and artist John Romita Jr. introduced the Hobgoblin and a new Captain Marvel, Monica Rambeau. Stern also began a long stint on *The Avengers*, launched *West Coast Avengers*, and returned for another celebrated run on *Doctor Strange*.

When his tenure with Marvel came to an end in the late '80s, Stern became indelibly linked to the Man of Steel with iconic work that included "The Death of Superman." Since then "Uncle Rog," as he is known to his devoted fans, has returned to Marvel to write several series including *Avengers Forever*, *Amazing Spider-Man*, *Marvel: The Lost Generation*, *Captain America Corps*, and more.

## RON WILSON

Brooklyn-born Ron Wilson took his comic art aspirations to Marvel as an 18-year-old and was told by veteran Frank Giacoia that his talent level was "six months away" from getting him work. In 1973, as freshman at the Brooklyn Technical College of Art, Wilson submitted new samples and was hired to draw stories in Marvel's horror comics. Soon, Wilson turned out quick and quality work on covers, learning the ropes beside the production staff and legends such as John Buscema. Stories in *Power Man*, *Giant-Size Man-Thing* and *Master of Kung Fu* led to the title—and character—he would be most associated with for the rest of his career: the Thing's *Marvel Two-In-One*. He drew most of the next thirty issues of the title, took a respite to draw the black-and-white *The Hulk!* magazine, and then returned to *Marvel Two-In-One* in the latter part of 1980 to draw most of the rest of its 100-issue run. Once the team-up concept for the Thing drew to a close, Wilson was given the launch of a new *Thing* solo series written by John Byrne; he would draw the first 33 issues of the title. Other credits of the late '80s include the *Wolfpack* mini-series and graphic novel written by Larry Hama, the Star Comics adaptation of *Masters of the Universe*, and *Super Boxers*, Wilson's creator-owned graphic novel collaboration with Byrne. In the 1990s, Wilson left monthly comic book illustration but he continues to work today as a commission artist.

Biographies researched and written by John Rhett Thomas

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Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

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ATLAS ERA VENUS VOL. 1

## THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

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THE FANTASTIC FOUR VOLS. 1-23
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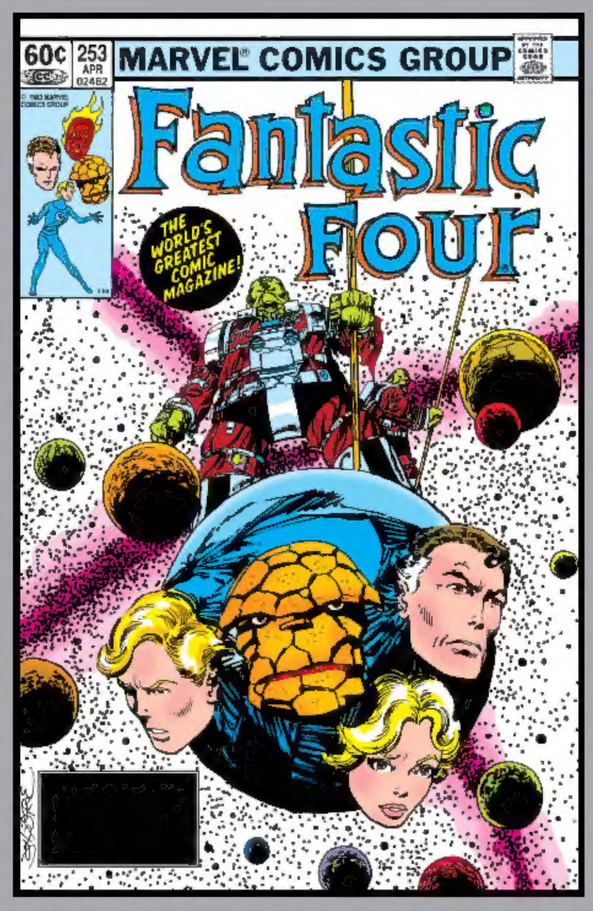
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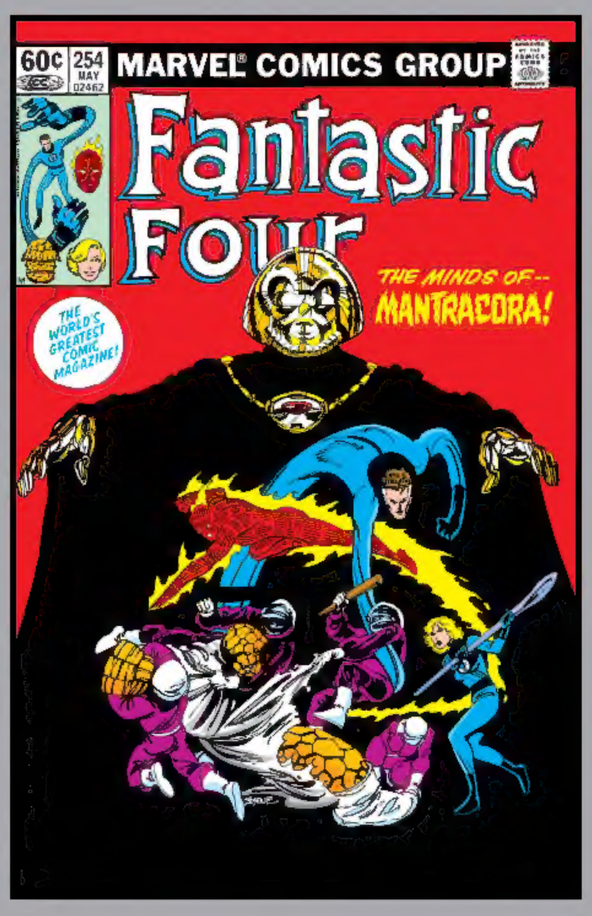
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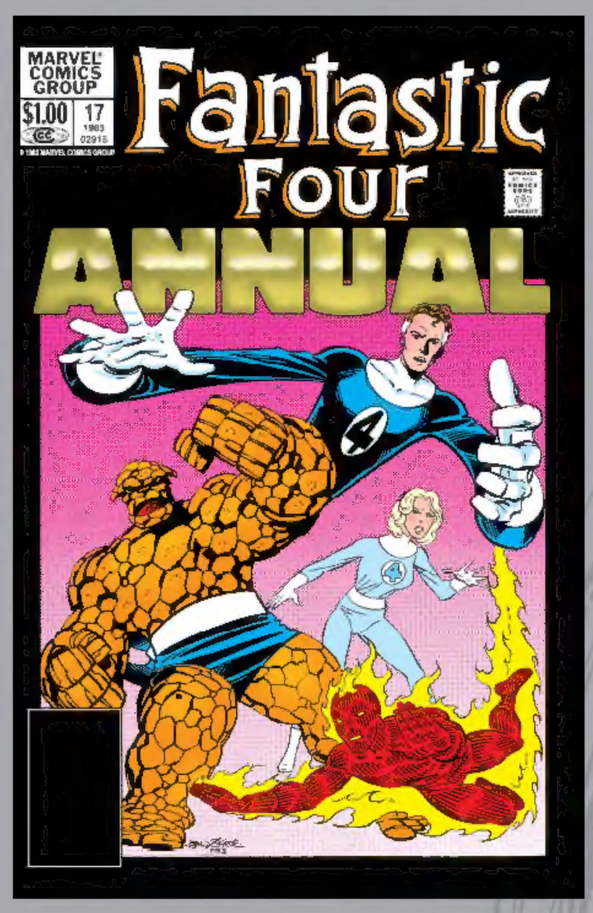
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